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2013

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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

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

B Check if applicable	C Name of organization NATIONAL ACADEMY FOUNDATION	D Employer identification number 13-3480246
<input type="checkbox"/> Address change	Doing Business As	
<input type="checkbox"/> Name change		
<input type="checkbox"/> Initial return	Number and street (or P O box if mail is not delivered to street address) 218 WEST 40TH STREET 5TH FLOOR	Room/suite
<input type="checkbox"/> Terminated		
<input type="checkbox"/> Amended return	City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10018	
<input type="checkbox"/> Application pending		G Gross receipts \$ 19,570,974

F Name and address of principal officer JD HOYE CEO 218 WEST 40TH STREET 5TH FL NEW YORK, NY 10018	H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	H(b) Are all subordinates included? If "No," attach a list (see instructions)
	H(c) Group exemption number ►

I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () (insert no) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	L Year of formation 1988	M State of legal domicile NY
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Part I Summary

1 Briefly describe the organization's mission or most significant activities NATIONAL ACADEMY FOUNDATION STRENGTHENS AND EXPANDS THE POOL OF HIGH SCHOOL GRADUATES PREPARED TO ENTER COLLEGE & THE WORKFORCE THROUGH ITS SERVICES TO OVER 500 ACADEMIES		
2 Check this box ► if the organization discontinued its operations or disposed of more than 25% of its net assets		
3 Number of voting members of the governing body (Part VI, line 1a)	3	22
4 Number of independent voting members of the governing body (Part VI, line 1b)	4	20
5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	70
6 Total number of volunteers (estimate if necessary)	6	20
7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
b Net unrelated business taxable income from Form 990-T, line 34	7b	

8 Contributions and grants (Part VIII, line 1h)	Prior Year 19,649,773	Current Year 16,834,503
9 Program service revenue (Part VIII, line 2g)	1,841,786	2,310,478
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	235,260	142,132
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	596,136	6,595
12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	22,322,955	19,293,708

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	309,539	321,153
14 Benefits paid to or for members (Part IX, column (A), line 4)	0	0
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	6,207,319	6,205,392
16a Professional fundraising fees (Part IX, column (A), line 11e)	214,250	363,345
b Total fundraising expenses (Part IX, column (D), line 25) ► 1,121,248		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	5,948,466	6,575,289
18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	12,679,574	13,465,179
19 Revenue less expenses Subtract line 18 from line 12	9,643,381	5,828,529

20 Total assets (Part X, line 16)	Beginning of Current Year 19,269,110	End of Year 25,023,537
21 Total liabilities (Part X, line 26)	1,345,692	1,526,466
22 Net assets or fund balances Subtract line 21 from line 20	17,923,418	23,497,071

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 IRA BERKOWITZ CFO Type or print name and title	2014-08-14 Date
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Paid Preparer Use Only	Print/Type preparer's name KPMG LLP	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► KPMG LLP	Firm's EIN ►			
	Firm's address ► 345 Park Avenue New York, NY 101540102	Phone no (212) 758-9700			

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

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III **1** Briefly describe the organization's mission

SEE SCHEDULE O

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 \$ 3,411,171 including grants of \$ 66,200) (Revenue \$ 761,055)

THE ACADEMY OF FINANCE CONNECTS HIGH SCHOOL STUDENTS WITH THE WORLD OF FINANCIAL SERVICES, OFFERING A CURRICULUM THAT COVERS BANKING AND CREDIT, FINANCIAL PLANNING, INTERNATIONAL FINANCE SECURITIES, INSURANCE, ACCOUNTING, AND ECONOMICS

4b (Code) (Expenses \$ 2,723,446 including grants of \$ 10,900) (Revenue \$ 596,964)

THE ACADEMY OF INFORMATION TECHNOLOGY PREPARES STUDENTS FOR CAREER OPPORTUNITIES IN PROGRAMMING, DATABASE ADMINISTRATION, WEB DESIGN AND ADMINISTRATION, DIGITAL NETWORKS, AND OTHER AREAS IN THE EXPANDING DIGITAL WORKPLACE

4c (Code) (Expenses \$ 1,892,145 including grants of \$ 68,500) (Revenue \$ 414,748)

THE ACADEMY OF ENGINEERING ANSWERS AN ACUTE NEED FOR ENGINEERS IN THIS COUNTRY BY EDUCATING HIGH SCHOOL STUDENTS IN THE PRINCIPLES OF ENGINEERING, AND PROVIDING CONTENT IN THE FIELDS OF ELECTRONICS, BIOTECH, AEROSPACE, CIVIL ENGINEERING, AND ARCHITECTURE

4d Other program services (Describe in Schedule O)

(Expenses \$ 2,383,545 including grants of \$ 175,553) (Revenue \$ 551,056)

4e **Total program service expenses** ► 10,410,307

Part IV Checklist of Required Schedules

1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A

2 Is the organization required to complete Schedule B, *Schedule of Contributors* (see instructions)?

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

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

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

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

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

8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III

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

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

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

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

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

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

e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X

f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part XI

12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII

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

13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E

14a Did the organization maintain an office, employees, or agents outside of the United States?

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

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

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

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)

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

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

20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H

b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?

	Yes	No
1	Yes	
2	Yes	
3		No
4		No
5		No
6		No
7		No
8		No
9	Yes	
10	Yes	
11a	Yes	
11b		No
11c		No
11d		No
11e		No
11f	Yes	
12a	Yes	
12b		No
13		No
14a		No
14b		No
15		No
16		No
17	Yes	
18	Yes	
19		No
20a		No
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? If "Yes," complete Schedule I, Parts I and II	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? If "Yes," complete Schedule I, Parts I and III	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? If "Yes," complete Schedule J	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? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a	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? If "Yes," complete Schedule L, Part 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? If "Yes," complete Schedule L, Part 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? If so, complete Schedule L, Part II	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? If "Yes," complete Schedule L, Part III	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? If "Yes," complete Schedule L, Part IV	28a	No	
b	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b	Yes	
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c	No	
29	Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	No	
31	Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31	No	
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32	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? If "Yes," complete Schedule R, Part I	33	No	
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	34	No	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	No	
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35b		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36	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? If "Yes," complete Schedule R, Part VI	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 . . .	1a	96	
1b Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable . . .	1b	0	
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . .			1c 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 . . .	2a	70	
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			2b Yes
3a Did the organization have unrelated business gross income of \$1,000 or more during the year? . . .			3a No
b If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O . . .			3b
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . .			4a No
b If "Yes," enter the name of the foreign country ► See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . .			5a No
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? . . .			5b No
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T? . . .			5c
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? . . .			6a No
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . .			6b
7 Organizations that may receive deductible contributions under section 170(c).			7a Yes
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? . . .			7b Yes
b If "Yes," did the organization notify the donor of the value of the goods or services provided? . . .			7c No
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . .			7d
d If "Yes," indicate the number of Forms 8282 filed during the year . . .			7e No
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . .			7f No
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . .			7g
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required? . . .			7h
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? . . .			8
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? . . .			9a
9 Sponsoring organizations maintaining donor advised funds.			9b
a Did the organization make any taxable distributions under section 4966? . . .			
b Did the organization make a distribution to a donor, donor advisor, or related person? . . .			
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12 . . .	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders . . .	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them) . . .	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? . . .			12a
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year . . .	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O			13a
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans . . .	13b		
c Enter the amount of reserves on hand . . .	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year? . . .			14a No
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O . . .			14b

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

Check if Schedule O contains a response 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	1a	22	
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
b	Enter the number of voting members included in line 1a, above, who are independent	1b	20	
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3	No	
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	No	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5	No	
6	Did the organization have members or stockholders?	6	No	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	No	
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	8a	Yes	
a	The governing body?	8b	Yes	
b	Each committee with authority to act on behalf of the governing body?	9	No	
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			

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

		Yes	No
10a	Did the organization have local chapters, branches, or affiliates?	10a	No
b	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	No
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?	15a	Yes
a	The organization's CEO, Executive Director, or top management official	15b	Yes
b	Other officers or key employees of the organization		
	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	AK, AZ, AR, CT, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI, MN, NH, NJ, NY, NC, OH, OK, OR, PA, SC, TN, UT, 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	
	<input checked="" type="checkbox"/> Own website <input type="checkbox"/> Another's website <input checked="" type="checkbox"/> Upon request <input type="checkbox"/> Other (explain in Schedule O)	
19	Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year	
20	State the name, physical address, and telephone number of the person who possesses the books and records of the organization	
	IRA BERKOWITZ CFO 218 WEST 40TH STREET 5TH FLOOR NEW YORK, NY 10018 (212) 635-2400	

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII **Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

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

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

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

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

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

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

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

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

(A) 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	Office	Key employee	Highest compensated	Former			
(1) JONDEL HOYE CEO	40 0	X		X				375,382	0	64,394
(2) SANFORD WEILL CHAIRMAN	3 0	X						0	0	0
(3) KENNETH I CHENAULT VICE CHAIRMAN	3 0	X						0	0	0
(4) WILLIAM P HANNON TREASURER UNTIL 06/30/2013	3 0	X						0	0	0
(5) EUGENE A LUDWIG SECRETARY	3 0	X						0	0	0
(6) ANDY F BESSETTE DIRECTOR	3 0	X						0	0	0
(7) URSULA M BURNS DIRECTOR	3 0	X						0	0	0
(8) ROBERT C DUGHI DIRECTOR	3 0	X						0	0	0
(9) LINDA HUBER DIR/TREASURER FROM 06/30/13	3 0	X						0	0	0
(10) A KIRK LANTERMAN DIRECTOR	3 0	X						0	0	0
(11) LOWELL MCADAM DIRECTOR	3 0	X						0	0	0
(12) HAROLD McGRAW III DIRECTOR	3 0	X						0	0	0
(13) HUNTER R RAWLINGS III DIRECTOR	3 0	X						0	0	0
(14) JAMES D ROBINSON III DIRECTOR	3 0	X						0	0	0
(15) ROBERT SCHWARTZ DIRECTOR	3 0	X						0	0	0
(16) RONALD A WILLIAMS DIRECTOR	3 0	X						0	0	0
(17) SANJIV YAJNIK DIRECTOR	3 0	X						0	0	0

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below 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	Office	Key employee or director	Highest compensated employee	Former			
(18) JEFFREY BRILL DIRECTOR FROM 01/10/2013	3 0	X						0	0	0
(19) BARBARA BENIOFF FRIEDMAN DIRECTOR	3 0	X						0	0	0
(20) JOHN HINSHAW DIRECTOR	3 0	X						0	0	0
(21) MARK A STANDISH DIRECTOR FROM 01/10/2013	3 0	X						0	0	0
(22) JOSEPH PLUMERI DIRECTOR FROM 06/17/2013	3 0	X						0	0	0
(23) JOSEPH TUCCI DIRECTOR FROM 09/19/2013	3 0	X						0	0	0
(24) DAVID MOORE SVP, PROGRAMS	40 0			X				213,801	0	26,026
(25) IRA BERKOWITZ CFO	40 0			X				170,569	0	44,821
(26) KATHERINE BLASIK AVP, RESEARCH & EVALUATION	40 0				X			153,144	0	18,874
(27) ANDREW ROTHSTEIN CHIEF ACADEMIC OFFICER	40 0				X			144,102	0	31,766
(28) WILLIAM TAYLOR ASSOCIATE VP, PROGRAMS	40 0				X			129,925	0	28,609
(29) BRENDA BARRY AVP, AVADEMY DEVELOPMNT	40 0				X			122,904	0	40,144
(30) NEYSA YOUNG-CHO AVP, INSTITUTIONAL ADVANCEMENT	40 0				X			125,067	0	13,444
1b Sub-Total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								1,434,894	0	268,078

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ►8

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3	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? If "Yes," complete Schedule J for such individual	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? If "Yes," complete Schedule J for such person	5	No

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
PEARSON CHARITABLE FOUNDATION, 1330 AVENUE OF THE AMERICAS 7TH FL NEW YORK NY 10019	CURRICULUM SERVICES	1,006,300
CONNECTEDU, 600 ATLANTIC AVENUE 20TH FLOOR BOSTON MA 02210	CONSULTING SERVICES	1,250,000
WESTED, 4665 LAMPSON AVENUE LOS ALAMITOS CA 90720	CONSULTING SERVICES	342,567
COLLABORATIVE COMMUNICATION GROUP, 1029 VERMONT AVE NW 9TH FL WASHINGTON DC 20005	CONSULTING SERVICE	372,260
COMMUNITY COUNSELLING SERVICE CO, PO BOX 27462 NEW YORK NY 100877462	CONSULTING SERVICES	309,000
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 ►5		

Part VIII Statement of RevenueCheck 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			
	b Membership dues	1b			
	c Fundraising events	1c	1,590,370		
	d Related organizations	1d			
	e Government grants (contributions)	1e			
	f All other contributions, gifts, grants, and similar amounts not included above	1f	15,244,133		
	g Noncash contributions included in lines 1a-1f \$		22,061		
	h Total. Add lines 1a-1f		16,834,503		
Program Service Revenue	2a CONFERENCE REGISTRATION FEES	Business Code 541900	1,095,348	1,095,348	
	b MEMBERSHIP DUES	541900	1,215,130	1,215,130	
	c				
	d				
	e				
	f All other program service revenue				
	g Total. Add lines 2a-2f		2,310,478		
	3 Investment income (including dividends, interest, and other similar amounts)		142,132		0
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					
c Gain or (loss)					
d Net gain or (loss)			0		
8a Gross income from fundraising events (not including \$ <u>1,590,370</u> of contributions reported on line 1c) See Part IV, line 18	a	270,516			
b Less direct expenses	b	277,266			
c Net income or (loss) from fundraising events			-6,750		
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				
b Less cost of goods sold	b				
c Net income or (loss) from sales of inventory			0		
Miscellaneous Revenue	Business Code				
11a OTHER INCOME	900099	13,345	13,345		
b					
c					
d All other revenue					
e Total. Add lines 11a-11d		13,345			
12 Total revenue. See Instructions		19,293,708	2,323,823	0	142,132

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	297,653	297,653		
2 Grants and other assistance to individuals in the United States See Part IV, line 22	23,500	23,500		
3 Grants and other assistance to governments, organizations, and individuals outside the United States See Part IV, lines 15 and 16	0			
4 Benefits paid to or for members	0			
5 Compensation of current officers, directors, trustees, and key employees . . .	894,994	503,693	303,346	87,955
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . .	114,013	114,013		
7 Other salaries and wages	3,892,461	2,860,803	650,054	381,604
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) . . .	481,474	348,497	94,466	38,511
9 Other employee benefits . . .	451,279	288,853	121,449	40,977
10 Payroll taxes . . .	371,171	262,269	72,251	36,651
11 Fees for services (non-employees)				
a Management . . .	1,306,146	1,057,353	235,954	12,839
b Legal . . .	0			
c Accounting . . .	109,750		109,750	
d Lobbying . . .	0			
e Professional fundraising services See Part IV, line 17	363,345			363,345
f Investment management fees . . .	0			
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O) . . .	1,078,227	1,078,227		
12 Advertising and promotion . . .	12,307	1,005	10,537	765
13 Office expenses . . .	317,388	166,154	125,072	26,162
14 Information technology . . .	0			
15 Royalties . .	0			
16 Occupancy . . .	549,723	412,292	82,458	54,973
17 Travel . . .	754,466	665,640	43,869	44,957
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . .	0			
19 Conferences, conventions, and meetings . . .	1,980,739	1,980,739	0	0
20 Interest . . .	0			
21 Payments to affiliates . . .	0			
22 Depreciation, depletion, and amortization . . .	150,602	99,397	33,735	17,470
23 Insurance . . .	0			
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 DEBTS EXPENSE	135,751	135,751		
b STIPENDS	76,735	76,735		
c DUES AND SUBSCRIPTION	36,872	10,961	10,872	15,039
d STAFF PROFESSIONAL DEVELOP	25,174	25,174		
e All other expenses	41,409	1,598	39,811	
25 Total functional expenses. Add lines 1 through 24e	13,465,179	10,410,307	1,933,624	1,121,248
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation Check here ► if following SOP 98-2 (ASC 958-720)				

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

		(A) Beginning of year	(B) End of year
Assets			
1	Cash—non-interest-bearing	0	1 0
2	Savings and temporary cash investments	768,074	2 441,222
3	Pledges and grants receivable, net	3,339,007	3 11,031,527
4	Accounts receivable, net	554,268	4 743,419
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	0	8 0
9	Prepaid expenses and deferred charges	120,322	9 65,336
10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 3,395,906	
b	Less accumulated depreciation	10b 1,396,374	606,832 10c 1,999,532
11	Investments—publicly traded securities	13,880,607	11 10,742,501
12	Investments—other securities See Part IV, line 11	0	12 0
13	Investments—program-related See Part IV, line 11	0	13 0
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)	19,269,110	16 25,023,537
Liabilities			
17	Accounts payable and accrued expenses	1,324,607	17 1,505,381
18	Grants payable	0	18 0
19	Deferred revenue	0	19 0
20	Tax-exempt bond liabilities	0	20 0
21	Escrow or custodial account liability Complete Part IV of Schedule D	21,085	21 21,085
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	1,345,692	26 1,526,466
Net Assets or Fund Balances			
	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
27	Unrestricted net assets	4,464,768	27 4,464,768
28	Temporarily restricted net assets	12,928,650	28 18,502,303
29	Permanently restricted net assets	530,000	29 530,000
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.		
30	Capital stock or trust principal, or current funds	30	
31	Paid-in or capital surplus, or land, building or equipment fund	31	
32	Retained earnings, endowment, accumulated income, or other funds	32	
33	Total net assets or fund balances	17,923,418	33 23,497,071
34	Total liabilities and net assets/fund balances	19,269,110	34 25,023,537

Part XI Reconciliation of Net AssetsCheck 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	19,293,708
2	Total expenses (must equal Part IX, column (A), line 25)	2	13,465,179
3	Revenue less expenses Subtract line 2 from line 1	3	5,828,529
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	17,923,418
5	Net unrealized gains (losses) on investments	5	22,390
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	-277,266
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	23,497,071

Part XII Financial Statements and ReportingCheck 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 <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	No
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 <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	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	2c	Yes
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	No
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	3b	

SCHEDULE A
(Form 990 or 990EZ)**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.

2013**Open to Public
Inspection**Department of the
Treasury
Internal Revenue Service

► 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.**Name of the organization**
NATIONAL ACADEMY FOUNDATION**Employer identification number**

13-3480246

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

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

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

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

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

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

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

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

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

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

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

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

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

e a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated

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")	7,657,202	9,968,545	8,682,000	20,164,165	16,834,503	63,306,415
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf	0	0	0	0	0	0
3 The value of services or facilities furnished by a governmental unit to the organization without charge	0	0	0	0	0	0
4 Total. Add lines 1 through 3	7,657,202	9,968,545	8,682,000	20,164,165	16,834,503	63,306,415
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)						8,737,906
6 Public support. Subtract line 5 from line 4						54,568,509

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	7,657,202	9,968,545	8,682,000	20,164,165	16,834,503	63,306,415
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	605,942	402,960	335,182	235,260	142,132	1,721,476
9 Net income from unrelated business activities, whether or not the business is regularly carried on	0	0	0	0	0	0
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)	111,164	21,926	7,654	22	13,345	154,111
11 Total support (Add lines 7 through 10)						65,182,002
12 Gross receipts from related activities, etc (see instructions)					12	9,381,852
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	83 717 %
15 Public support percentage for 2012 Schedule A, Part II, line 14	15	56 632 %
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 III Support Schedule for Organizations Described in Section 509(a)(2)

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 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

2013

Open to Public
Inspection**SCHEDULE D**
(Form 990)**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.Department of the Treasury
Internal Revenue Service**Name of the organization**

NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

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
2a	
2b	
2c	
2d	

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

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

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

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

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

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

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

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

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

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

(i) Revenues included in Form 990, Part VIII, line 1 ► \$ _____

(ii) Assets included in Form 990, Part X ► \$ _____

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

a Revenues included in Form 990, Part VIII, line 1 ► \$ _____

b Assets included in Form 990, Part X ► \$ _____

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

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

a <input type="checkbox"/> Public exhibition	d <input type="checkbox"/> Loan or exchange programs
b <input type="checkbox"/> Scholarly research	e <input type="checkbox"/> Other
c <input type="checkbox"/> Preservation for future generations	

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

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

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

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

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

	Amount
1c	
1d	
1e	
1f	

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	583,998	568,153	673,964	530,000	530,000
b Contributions					
c Net investment earnings, gains, and losses	140,922	67,345	20,189		
d Grants or scholarships					
e Other expenditures for facilities and programs	41,500	51,500	126,000		
g End of year balance	683,420	583,998	568,153	530,000	530,000

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

a Board designated or quasi-endowment

b Permanent endowment 78 000 %

c Temporarily restricted endowment 22 000 %

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

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

(i) unrelated organizations

(ii) related organizations

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

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

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

Part VI Land, Buildings, and Equipment. 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		205,697		78,250	127,447
d Equipment		619,726		513,912	105,814
e Other		2,570,483		804,212	1,766,271
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)					1,999,532

Part VII Investments—Other Securities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
Other		
Total (Column (b) must equal Form 990, Part X, col. (B), line 13.)		

Part VIII Investments—Program Related. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11c
See Form 990, Part X, line 13

Part IX Other Assets. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

Part X Other Liabilities. Complete if the organization answered 'Yes' to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

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

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	19,622,641
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
a	Net unrealized gains on investments	2a	22,390
b	Donated services and use of facilities	2b	306,543
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII)	2d	
e	Add lines 2a through 2d	2e	328,933
3	Subtract line 2e from line 1	3	19,293,708
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	19,293,708

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	14,048,988
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
a	Donated services and use of facilities	2a	306,543
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII)	2d	277,266
e	Add lines 2a through 2d	2e	583,809
3	Subtract line 2e from line 1	3	13,465,179
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	13,465,179

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
PART IV, LINE 2B	NATIONAL ACADEMY FOUNDATION HOLDS FUNDS FOR SEVERAL ACADEMIES THAT PARTICIPATE IN ITS EDUCATIONAL PROGRAMS, TO BE USED FOR RELATED ACTIVITIES
LINE 4	THE ALDO PAPONE ENDOWMENT WAS ESTABLISHED BY THE AMERICAN EXPRESS COMPANY IN 1991 TO PROVIDE FUNDS FOR GRANT AWARDS TO OUTSTANDING U.S. ACADEMY PROGRAM ON AN ANNUAL BASIS, A MAXIMUM OF 7% OF THE ALDO PAPONE ENDOWMENT'S ASSETS ARE AVAILABLE FOR DISBURSEMENT. THE JESSE BLACKMAN ENDOWMENT WAS ESTABLISHED IN 1994 WITH A CONTRIBUTION FROM THE AMERICAN EXPRESS COMPANY. THE PURPOSE OF THE JESSE BLACKMAN ENDOWMENT IS TO PROVIDE FUNDS FOR A SCHOLARSHIP TO AN OUTSTANDING STUDENT IN THE HOSPITALITY AND TOURISM PROGRAM. PRESENTLY, THE ANNUAL SCHOLARSHIP LIMIT IS \$1,500.
FIN 48, PART X, LINE 2	The National Academy Foundation (NAF) was incorporated in July 1988 and began operations in 1989 as an educational organization. NAF operates as a not-for-profit corporation under Section 501(c)(3) of the Internal Revenue Code (the Code) and is exempt from federal income taxes. Accordingly, it is not subject to income taxes except to the extent it has taxable income from activities that are not related to its exempt purpose. NAF recognizes the effect of income tax positions if those positions are more likely than not of being sustained. NAF has evaluated its tax positions in 2013 and 2012, and has determined that there are no significant uncertain tax positions, that it will continue to be exempt from income taxes, and that no provision for income taxes was required for 2013 or 2012.
PART XII, LINE 2D	SPECIAL EVENT EXPENSES REPORTED ON 990 PART VIII, LINE 8

Part XIII Supplemental Information (continued)

Return Reference	Explanation

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col (a) through col (c))
		GALA (event type)	(event type)	0 (total number)	
1	Gross receipts . . .	1,860,886			1,860,886
2	Less Contributions . . .	1,590,370			1,590,370
3	Gross income (line 1 minus line 2) . . .	270,516			270,516
4	Cash prizes . . .				
5	Noncash prizes . . .				
6	Rent/facility costs . . .	103,000			103,000
7	Food and beverages . . .				
8	Entertainment . . .				
9	Other direct expenses . . .	174,266			174,266
10	Direct expense summary Add lines 4 through 9 in column (d)				► (277,266)
11	Net income summary Subtract line 10 from line 3, column (d)				► -6,750

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))
1	Gross revenue				
2	Cash prizes				
3	Non-cash prizes				
4	Rent/facility costs				
5	Other direct expenses				
6	Volunteer labor	<input type="checkbox"/> Yes . . . % <input type="checkbox"/> No	<input type="checkbox"/> Yes . . . % <input type="checkbox"/> No	<input type="checkbox"/> Yes . . . % <input type="checkbox"/> 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 I
(Form 990)**

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.**

2013

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Name of the organization

NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

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							

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) SCHOLARSHIPS	11	23,500		N/A	N/A

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
EXPLANATION OF GRANT QUALIFICATIONS	NATIONAL ACADEMY FOUNDATION ("NAF") DISBURSES SEVERAL SCHOLARSHIPS TO STUDENTS WHO ARE SENIORS IN THE ACADEMIES DURING THE SCHOOL YEAR IN ADDITION, PROGRAM GRANTS ARE DISBURSED TO THE ACADEMIES THEMSELVES TO ASSIST WITH PROGRAM EXPENDITURES SCHOLARSHIPS ARE AWARDED THROUGH A COMPETITIVE APPLICATION PROCESS DIFFERENT SCHOLARSHIP PROGRAMS HAVE VARYING CRITERIA, BUT IN GENERAL THE FOLLOWING APPLY STUDENTS MUST BE ENROLLED IN AN ACADEMY, BE IN THEIR SENIOR YEAR, AND HAVE A MINIMUM GPA OF 3.0 ALONG WITH THE APPLICATION, THEY MUST SUBMIT AN ESSAY RESPONSE AS WELL AS WRITTEN RECOMMENDATIONS FROM A TEACHER, ACADEMY DIRECTOR, OR INTERNSHIP EMPLOYER PROGRAM GRANTS ARE ALSO AWARDED THROUGH A COMPETITIVE PROCESS AS PART OF THE PROPOSAL, APPLICANTS (ACADEMIES) MUST INCLUDE PROGRAM STATISTICS INCLUDING DATA ON COLLEGE PLACEMENT, ALUMNI SUCCESS STORIES, PROGRAM AWARDS, PROGRAM ENDORSEMENTS FROM THE SCHOOL OR BUSINESS COMMUNITY, ETC THE APPLICATION MUST ALSO INCLUDE A DETAILED DESCRIPTION OF THE PROJECT, A PLAN FOR HOW FUNDS WILL BE USED TO ACCOMPLISH THE PROJECT, A PROJECT BUDGET (INCLUDING OTHER INCOME SOURCES IF APPLICABLE), A TIME LINE FOR CARRYING OUT THE PROJECT, AND AN EXPLANATION OF HOW THIS PROJECT CAN BE REPLICATED BY OTHER LOCAL ACADEMIES ALL APPLICATIONS ARE POSTED ON THE NAF WEBSITE, ADVERTISED BY EMAIL TO ALL ENROLLED STUDENTS AND TEACHERS, AND DISTRIBUTED IN PRINTED FORMAT AT NAF CONFERENCES APPLICATIONS AND PROPOSALS FOR SCHOLARSHIPS AND GRANTS, AND ACCOMPANYING REQUIRED PAPERWORK, ARE SELECTED AND EVALUATED BY EXTERNAL ADMINISTRATORS, INTERNATIONAL SCHOLARSHIP & TUITION SERVICES (ISTS) FINALISTS ARE THEN REVIEWED BY COMMITTEES COMPRISED OF MEMBERS OF STAFF FROM THE NATIONAL ACADEMY FOUNDATION AND THE BUSINESS ENTERPRISE THAT CONTRIBUTES THE SCHOLARSHIP/GRANT FUNDS TO NAF NAF NOTIFIES THE WINNERS, AND DISBURSEMENT IS MADE BY ISTS OR BY THE NATIONAL ACADEMY FOUNDATION

Additional Data**Software ID:****Software Version:****EIN:** 13-3480246**Name:** NATIONAL ACADEMY FOUNDATION**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
CHANNEL ISLAND HIGH SCHOOL AOF OXNARD UNION HS DISTRICT OXNARD, CA 93030		SCHOOL DISTRICT	5,500		N/A	N/A	YOP GRANT
DON LUGO HIGH SCHOOL AOE 13400 PIPELINE AVENUE CHINO, CA 91710		SCHOOL DISTRICT	5,500		N/A	N/A	YOP GRANT
HUENEME HIGH SCHOOL AOE OXNARD UNION HS DISTRICT OXNARD, CA 93030		SCHOOL DISTRICT	5,500		N/A	N/A	YOP GRANT
OXNARD HIGH SCHOOL AOE 309 SOUTH K STREET OXNARD, CA 93030		SCHOOL DISTRICT	5,500		N/A	N/A	YOP GRANT
PACIFICA HIGH SCHOOL 309 SOUTH K STREET OXNARD, CA 93030		SCHOOL DISTRICT	5,500		N/A	N/A	YOP GRANT
BLAIR HIGH SCHOOL AOHT 351 SOUTH HUDSON AVENUE ROOM 205 PASADENA, CA 91109		SCHOOL DISTRICT	6,000		N/A	N/A	YOP GRANT
MADISON PARK ACADEMY AOF 2607 MYRTLE STREET OAKLAND, CA 94607		SCHOOL DISTRICT	6,000		N/A	N/A	YOP GRANT
MADISON PARK ACADEMY AOIT 2607 MYRTLE STREET OAKLAND, CA 94607		SCHOOL DISTRICT	6,000		N/A	N/A	YOP GRANT
MCCLYMONDS HIGH SCHOOL AOE 2607 MYRTLE STREET OAKLAND, CA 94607		SCHOOL DISTRICT	6,000		N/A	N/A	YOP GRANT
CABRILLO HIGH SCHOOL AOF CABRILLO HS AOF LONG BEACH, CA 90810		SCHOOL DISTRICT	7,000		N/A	N/A	YOP GRANT

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
RIO MESA HIGH SCHOOL AOE 309 SOUTH K STREET OXNARD, CA 93030		SCHOOL DISTRICT	7,000		N/A	N/A	YOP GRANT
AGRICULTURE FARM HIGH SCHOOL 2637 W BURREL VISALIA, CA 93291		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
DINUBIA HIGH SCHOOL AOE 2637 W BURREL VISALIA, CA 93291		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
DINUBIA HIGH SCHOOL AOF 2637 W BURREL VISALIA, CA 93291		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
GOLDEN WEST HIGH SCHOOL AOE 2637 W BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
MISSION OAK HIGH SCHOOL AOE 2637 W BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
MT WHITNEY HIGH SCHOOL AOHS 2637 W BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
WESTERN HIGH SCHOOL AOF SAWGRASS TECH CTR FORT LAUDERDALE, FL 33301		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
REDWOOD HIGH SCHOOL AOF 2637 BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
TULARE UNION HIGH SCHOOL 2637 W BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT

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
TULARE WESTERN HIGH SCHOOL AOHS 2637 W BURREL VISALIA, CA 93278		SCHOOL DISTRICT	10,000		N/A	N/A	YOP GRANT
ICEF VISTA BUSINESS & FINANCE ACADEMY 4471 INGLEWOOD BOULEVARD LOS ANGELES, CA 90066		SCHOOL DISTRICT	19,800		N/A	N/A	YOP GRANT
GLOBAL INITIATIVES INC PO BOX 5146 WEST CHESTER, PA 19380		501(C)(3)	25,000		N/A	N/A	YOP GRANT
BARKER CENTRAL SCHOOL DISTRICT 1628 QUAKER ROAD BARKER, NY 14012		SCHOOL DISTRICT	34,463		N/A	N/A	YOP GRANT

Schedule J
(Form 990)**Compensation Information**

OMB No 1545-0047

Department of the Treasury
Internal Revenue Service

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.**2013****Open to Public Inspection**Name of the organization
NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

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

<input type="checkbox"/> First-class or charter travel	<input type="checkbox"/> Housing allowance or residence for personal use
<input type="checkbox"/> Travel for companions	<input type="checkbox"/> Payments for business use of personal residence
<input type="checkbox"/> Tax indemnification and gross-up payments	<input type="checkbox"/> Health or social club dues or initiation fees
<input type="checkbox"/> Discretionary spending account	<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)

b If any of the boxes in line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?**3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III

<input type="checkbox"/> Compensation committee	<input type="checkbox"/> Written employment contract
<input checked="" type="checkbox"/> Independent compensation consultant	<input checked="" type="checkbox"/> Compensation survey or study
<input type="checkbox"/> Form 990 of other organizations	<input checked="" type="checkbox"/> Approval by the board or compensation committee

4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization**a** Receive a severance payment or change-of-control payment?**b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?**c** Participate in, or receive payment from, an equity-based compensation arrangement?

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

Only 501(c)(3) and 501(c)(4) organizations only must complete lines 5-9.**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of**a** The organization?**b** Any related organization?

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

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

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

7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
1b		
2		
4a		No
4b		No
4c		No
5a		No
5b		No
6a		No
6b		No
7		No
8		No
9		

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

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

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

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) JONDEL HOYE CEO	(i) 375,382 (ii) 0	(i) 0 (ii) 0	(i) 0 (ii) 0	(i) 47,070 (ii) 0	(i) 17,960 (ii) 0	(i) 440,412 (ii) 0	(i) 0 (ii) 0
(2) DAVID MOORE SVP, PROGRAMS	(i) 212,301 (ii) 0	(i) 1,500 (ii) 0	(i) 0 (ii) 0	(i) 18,437 (ii) 0	(i) 8,225 (ii) 0	(i) 240,463 (ii) 0	(i) 0 (ii) 0
(3) IRA BERKOWITZ CFO	(i) 169,069 (ii) 0	(i) 1,500 (ii) 0	(i) 0 (ii) 0	(i) 20,600 (ii) 0	(i) 24,857 (ii) 0	(i) 216,026 (ii) 0	(i) 0 (ii) 0
(4) KATHERINE BLASIK AVP, RESEARCH & EVALUATION	(i) 151,144 (ii) 0	(i) 2,000 (ii) 0	(i) 0 (ii) 0	(i) 17,226 (ii) 0	(i) 2,284 (ii) 0	(i) 172,654 (ii) 0	(i) 0 (ii) 0
(5) ANDREW ROTHSTEIN CHIEF ACADEMIC OFFICER	(i) 141,102 (ii) 0	(i) 3,000 (ii) 0	(i) 0 (ii) 0	(i) 20,490 (ii) 0	(i) 11,912 (ii) 0	(i) 176,504 (ii) 0	(i) 0 (ii) 0
(6) WILLIAM TAYLOR ASSOCIATE VP, PROGRAMS	(i) 127,925 (ii) 0	(i) 2,000 (ii) 0	(i) 0 (ii) 0	(i) 16,770 (ii) 0	(i) 12,325 (ii) 0	(i) 159,020 (ii) 0	(i) 0 (ii) 0
(7) BRENDA BARRY AVP, AVADEMY DEVELOPMNT	(i) 120,904 (ii) 0	(i) 2,000 (ii) 0	(i) 0 (ii) 0	(i) 13,722 (ii) 0	(i) 27,051 (ii) 0	(i) 163,677 (ii) 0	(i) 0 (ii) 0

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
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Schedule L

Transactions with Interested Persons

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

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

OMB No 1545-0047

2013

Open to Public
Inspection

Department of the Treasury
Internal Revenue Service

Name of the organization
NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

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

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

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

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

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

Part II Loans to and/or From Interested Persons.

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

Organization reported an amount on Form 990, Part X, line 5, 6, or 22												
(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
Total			►	\$								

Part III Grants or Assistance Benefitting Interested Persons.

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

Part IV Business Transactions Involving Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1) LISA DUGHI	SEE PART V	114,013	COMPENSATION		No

Part V Supplemental Information

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

Return Reference	Explanation
RELATIONSHIP BETWEEN INTERESTED PERSON AND THE ORGANIZATION	LISA DUGHI IS THE DAUGHTER OF ROBERT DUGHI, BOARD MEMBER

SCHEDULE M
(Form 990)

Noncash Contributions

OMB No 1545-0047

2013

Open to Public
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Internal Revenue Service►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.Name of the organization
NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

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				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities—Publicly traded	X	750	22,061	AVERAGE COST
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				
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		29		

	Yes	No
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	No
b If "Yes," describe the arrangement in Part II		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	Yes
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a	No
b If "Yes," describe in Part II		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II		

Part II Supplemental Information. 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
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Schedule M (Form 990) (2013)

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.****2013****Open to Public
Inspection**

Name of the organization

NATIONAL ACADEMY FOUNDATION

Employer identification number

13-3480246

Return Reference	Explanation
ORGANIZATIONS MISSION	NATIONAL ACADEMY FOUNDATION STRENGTHENS AND EXPANDS THE POOL OF HIGH SCHOOL GRADUATES PREPARED TO ENTER THE WORKFORCE. THE FOUNDATION SERVES OVER 500 ACADEMIES LOCATED IN SCHOOL DISTRICTS NATIONWIDE, SPECIALIZING IN HOSPITALITY AND TOURISM, FINANCE, HEALTH SCIENCES, INFORMATION TECHNOLOGY, AND ENGINEERING. THE FOUNDATION CREATES PROGRAM GOALS AND PRODUCES CURRICULUM FOR NATIONAL DISTRIBUTION TO THE ACADEMIES AND PROVIDES TEACHER TRAINING AND ON-SITE ASSISTANCE TO THE ACADEMIES, WITH A SPECIALIZATION IN CONNECTING ACADEMIES TO THE BUSINESS WORLD THROUGH A MODEL THAT OFFERS PAID INTERNSHIPS TO STUDENTS AND ADVISORY BOARDS MADE UP OF LOCAL PROFESSIONALS. PART III, LINE 4D OTHER PROGRAM SERVICES THE ACADEMY OF HOSPITALITY AND TOURISM HELPS STUDENTS CHART CAREER PATHS IN ONE OF THE WORLD'S LARGEST INDUSTRIES, FROM HOTEL MANAGEMENT TO SPORTS, ENTERTAINMENT, AND EVENT MANAGEMENT, AND INCLUDES THE STUDY OF GEOGRAPHY, ECONOMICS, AND WORLD CULTURES. THE ACADEMY OF HOSPITALITY AND TOURISM CURRICULUM HAS RECEIVED INDUSTRY VALIDATION FROM THE GLOBAL TRAVEL AND TOURISM PARTNERSHIP (GTTP) AND THE INSTITUTE OF TRAVEL AND TOURISM (ITT). THE ACADEMY OF HEALTH SCIENCES ADDRESSES THE CRITICAL ACHIEVEMENT GAP IN STEM FIELDS AND DEVELOPS A PIPELINE OF STUDENTS PREPARED TO PURSUE HEALTH-RELATED DEGREES AND PROFESSIONS IN ONE OF THE FASTEST GROWING SECTORS OF THE ECONOMY, INCLUDING BIOTECHNOLOGY, GENETICS, NURSING, THERAPEUTICS, AND DIAGNOSTICS.

Return Reference	Explanation
SECTION A LINE 2	WILLIAM HANNON AND ANDY BESETTE, BUSINESS RELATIONSHIP - ALL EXECUTIVE OFFICERS OF THE TRAVELERS COMPANIES, INC WILLIAM HANNON IS EXECUTIVE VICE PRESIDENT AND ANDY BESETTE IS THE CHIEF ADMINISTRATIVE OFFICER THE INSURANCE WAS NEGOTIATED WITH AN INDEPENDENT THIRD PARTY INSURANCE BROKER AT ARMS LENGTH AND IN THE NORMAL COURSE OF BUSINESS THE TOTAL AMOUNT OF THE INSURANCE PREMIUM DID NOT EXCEED \$35,000 THIS AMOUNT IS NOT MATERIAL TO NAF OR THE TRAVELERS COMPANIES, INC AND FALLS BELOW THE APPLICABLE THRESHOLD FOR REPORTING ON SCHEDULE L

Return Reference	Explanation
SECTION B LINE 11	THE RETURN IS PREPARED BY AN INDEPENDENT ACCOUNTING FIRM BASED ON INFORMATION PROVIDED BY THE COMPANY AND IN CONSULTATION WITH NATIONAL ACADEMY FOUNDATION STAFF MEMBERS. THE DRAFT PREPARED BY THE ACCOUNTING FIRM IS THEN REVIEWED BY THE COMPANY'S FINANCE DEPARTMENT, AND THE FINANCE AND AUDIT COMMITTEE OF THE BOARD OF DIRECTORS. THE FINAL VERSION OF THE ORGANIZATION'S FORM 990 IS THEN PROVIDED TO THE FULL BOARD OF DIRECTORS AFTER SUBMISSION OF THE RETURN TO THE INTERNAL REVENUE SERVICE.

Return Reference	Explanation
SECTION B LINE 12	NATIONAL ACADEMY FOUNDATION HAS A CODE OF ETHICS/CONFLICT OF INTEREST POLICY REQUIRING ALL EMPLOYEES AND BOARD MEMBERS TO COMPLETE A CONFLICT OF INTEREST POLICY LETTER ANNUALLY. THE STAFF LETTERS ARE REVIEWED AND MAINTAINED BY THE CFO. THE BOARD LETTERS ARE REVIEWED BY THE CEO AND CHAIRMAN OF THE BOARD. IN THE EVENT OF A CONFLICT OF INTEREST, THE BOARD OF DIRECTORS DETERMINES THE APPROPRIATE ACTIONS REQUIRED, INCLUDING PREVENTING THE INDIVIDUAL FROM PARTICIPATING IN DISCUSSION AND DECISIONS REGARDING THE MATTER.

Return Reference	Explanation
SECTION B LINE 15	NAF HIRED AN INDEPENDENT COMPENSATION CONSULTANT TO PRODUCE A SALARY SURVEY IN 2013 NAF HAS SET COMPENSATION FOR SENIOR MANAGEMENT WITHIN THE RANGE OF THE GOING MARKET RATE FOR FUNCTIONALLY COMPARABLE POSITIONS HELD BY INDIVIDUALS WITH SIMILAR EXPERIENCE LEVELS AT SIMILARLY SITUATED ORGANIZATIONS DOCUMENTATION IS MAINTAINED IN NAF'S RECORDS THE FULL BOARD OF DIRECTORS REVIEWS AND APPROVES THE PRESIDENT'S COMPENSATION NAF'S CONFLICT OF INTEREST POLICY WOULD PRECLUDE ANY INDIVIDUALS HAVING A CONFLICT OF INTEREST FROM BEING INVOLVED IN DETERMINING COMPENSATION

Return Reference	Explanation
SECTION C LINE 19	NATIONAL ACADEMY FOUNDATION DOES NOT CURRENTLY MAKE ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, OR FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC

Return Reference	Explanation
OTHER CHANGES IN NET ASSETS OR FUND BALANCES	SPECIAL EVENT EXPENSES REPORTED ON 990 PART VIII, LINE 8