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Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)
Do not enter Social Security numbers on this form as it may be made public.
Information about Form 990 and its instructions is at www.irs.gov/form990.

2013

Open to Public Inspection

Department of the Treasury Internal Revenue Service

A For the 2013 calendar year, or tax year beginning Apr 1, 2013, and ending Mar 31, 2014

B Check if applicable: Address change, Name change, Initial return, Terminated, Amended return, Application pending. C Name of organization: Harpeth River Watershed Association, Inc. D Employer Identification Number: 62-1802858. E Telephone number: (615) 790-9767. G Gross receipts \$ 469,523. F Name and address of principal officer: Dorene Bolze 215 Jamestown Park Brentwood TN 37027. I Tax-exempt status: X 501(c)(3). J Website: http://www.harpethriver.org/. K Form of organization: X Corporation. L Year of formation: 1999. M State of legal domicile: TN.

Part I Summary

Table with columns for Revenue, Expenses, and Net Assets of Fund Balances. Rows include: 1. Mission statement: To protect and restore the state scenic Harpeth River and clean water in Tennessee. 2-7. Governance and financial metrics. 8-12. Revenue breakdown (Total: 518,307). 13-19. Expense breakdown (Total: 534,901). 20-22. Net assets (Total: 114,669).

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: Dorene Bolze, Signature of officer, Date: 11/15/14. Paid Preparer Use Only: Richard Fridge, CPA, Preparer's signature, Date: 11/13/14, PTIN: P00671940, Firm's name: Richard Fridge, CPA, Firm's address: 1907 21st Ave S, Nashville TN 37212, Phone no: (615) 383-7717.

May the IRS discuss this return with the preparer shown above? (see instructions) X Yes No. BAA For Paperwork Reduction Act Notice, see the separate instructions. TEEA0101 11/08/13 Form 990 (2013)

SCANNED DEC 1 0 2014

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Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

To protect and restore the state scenic Harpeth River and clean water in Tennessee

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? 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? 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 and section 4947(a)(1) trusts 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 \$ 83,812. including grants of \$ 0.) (Revenue \$ 9,835.)

River Restoration and Wildlife Protection - see attached narrative description

4b (Code.) (Expenses \$ 217,912. including grants of \$ 0.) (Revenue \$ 0.)

Water Quality Protection - see attached narrative description

4c (Code:) (Expenses \$ 33,525. including grants of \$ 0.) (Revenue \$ 0.)

Outreach, Education & Recreation - see attached narrative description

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

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

4e Total program service expenses 335,249.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

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

Part VI Governance, Management and Disclosure For each 'Yes' response to lines 2 through 7b below, and for a 'No' response to line 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. [X]

Section A. Governing Body and Management

Table with columns for line numbers (1a, 1b, 2-9), descriptions of questions, and Yes/No columns. Includes questions about voting members, family relationships, management duties, and organizational changes.

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

Table with columns for line numbers (10a-16b), descriptions of policy questions, and Yes/No columns. Includes questions about local chapters, conflict of interest policies, whistleblower policies, and joint ventures.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed Tennessee
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply
19 Describe in Schedule O whether (and if so, how) the organization makes 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: Dorene Bolze 215 Jamestown Park Brentwood TN 37027 (615) 790-9767

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

Check 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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) <u>Dorene Bolze</u> Executive Director	40.00				X	X	66,000.	0.	0.	
(2) <u>Matt Dobson</u> Chairman	5.00	X		X			0.	0.	0.	
(3) <u>Angela Calhoun</u> Vice Chairman	5.00	X		X			0.	0.	0.	
(4) <u>Sarah Ford</u> Board Member	5.00	X		X			0.	0.	0.	
(5) <u>John Mattox</u> Board Member	5.00	X		X			0.	0.	0.	
(6) <u>Deborah Herron Miede</u> Treasurer	5.00	X					0.	0.	0.	
(7) <u>David Bridgers</u> Board Member	5.00	X					0.	0.	0.	
(8) <u>John Dab</u> Secretary	5.00	X					0.	0.	0.	
(9) _____										
(10) _____										
(11) _____										
(12) _____										
(13) _____										
(14) _____										

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	Officer	Key employee	Highest compensated employee	Former			
(15) -----										
(16) -----										
(17) -----										
(18) -----										
(19) -----										
(20) -----										
(21) -----										
(22) -----										
(23) -----										
(24) -----										
(25) -----										
1 b Sub-total							66,000.	0.	0.	
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							66,000.	0.	0.	

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 ▶

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

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

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 ▶

Part VIII Statement of Revenue

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

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
CONTRIBUTIONS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1 a Federated campaigns	1 a				
	b Membership dues	1 b				
	c Fundraising events	1 c				
	d Related organizations	1 d				
	e Government grants (contributions)	1 e 30,325.				
	f All other contributions, gifts, grants, and similar amounts not included above	1 f 386,230.				
	g Noncash contributions included in lines 1a-1f. \$					
h Total. Add lines 1a-1f		416,555.				
PROGRAM SERVICE REVENUE	Business Code					
	2 a Service Revenue	541700	9,835.	9,835.	0.	0.
	b					
	c					
	d					
	e					
	f All other program service revenue					
g Total. Add lines 2a-2f		9,835.				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		28.	0.	0.	28.
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)					
	7 a Gross amount from sales of assets other than inventory	(i) Securities				
		(ii) Other				
		b Less: cost or other basis and sales expenses				
		c Gain or (loss)				
	d Net gain or (loss)					
	8 a Gross income from fundraising events (not including \$ 67,300. of contributions reported on line 1c). See Part IV, line 18.	a 42,665.				
		b Less: direct expenses	b 46,155.			
c Net income or (loss) from fundraising events			-3,490.	0.	-3,490.	
9 a Gross income from gaming activities. See Part IV, line 19.	a					
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities					
10 a Gross sales of inventory, less returns and allowances	a					
	b Less: cost of goods sold	b				
	c Net income or (loss) from sales of inventory					
Miscellaneous Revenue		Business Code				
11 a Misc Revenue	900099	440.	0.	0.	440.	
b						
c						
d All other revenue						
e Total. Add lines 11a-11d		440.				
12 Total revenue. See instructions		423,368.	9,835.	0.	-3,022.	

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				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	66,000.	56,094.	3,305.	6,601.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	173,441.	146,881.	3,806.	22,754.
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes	21,343.	18,093.	634.	2,616.
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting	5,063.	0.	5,063.	0.
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amt exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O)	44,659.	44,020.	544.	95.
12 Advertising and promotion	33.	0.	0.	33.
13 Office expenses	1,723.	1,589.	59.	75.
14 Information technology	4,232.	3,125.	0.	1,107.
15 Royalties				
16 Occupancy	28,892.	26,018.	1,437.	1,437.
17 Travel	3,438.	3,352.	0.	86.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	50.	50.	0.	0.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	5,741.	5,167.	287.	287.
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 <u>Dues and Fees</u>	5,604.	3,630.	1,751.	223.
b <u>Restoration Supplies</u>	9,995.	9,995.	0.	0.
c <u>Telephone</u>	3,417.	3,261.	78.	78.
d <u>Postage and Printing</u>	15,503.	13,974.	17.	1,512.
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	389,134.	335,249.	16,981.	36,904.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year	
ASSETS	1	Cash — non-interest-bearing	39,925.	1	77,730.
	2	Savings and temporary cash investments		2	
	3	Pledges and grants receivable, net	0.	3	
	4	Accounts receivable, net	19,964.	4	7,520.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	2,723.	9	2,852.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 31,230.		
	b	Less accumulated depreciation	10b 31,230.	10c 0.	0.
	11	Investments — publicly traded securities		11	
	12	Investments — other securities. See Part IV, line 11	72,194.	12	72,204.
	13	Investments — program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11		15	
16	Total assets. Add lines 1 through 15 (must equal line 34)	134,806.	16	160,306.	
LIABILITIES	17	Accounts payable and accrued expenses	13,802.	17	1,794.
	18	Grants payable		18	
	19	Deferred revenue	6,335.	19	9,609.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26	Total liabilities. Add lines 17 through 25	20,137.	26	11,403.
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	113,988.	27	126,754.
	28	Temporarily restricted net assets	681.	28	22,149.
	29	Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	Total net assets or fund balances.	114,669.	33	148,903.	
34	Total liabilities and net assets/fund balances.	134,806.	34	160,306.	

BAA

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	423,368.
2	Total expenses (must equal Part IX, column (A), line 25)	2	389,134.
3	Revenue less expenses. Subtract line 2 from line 1	3	34,234.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	114,669.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	148,903.

Part XII Financial Statements and Reporting

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

1 Accounting method used to prepare the Form 990. Cash Accrual Other _____

If the organization changed its method of accounting from a prior year or checked 'Other,' explain in Schedule O.

2 a Were the organization's financial statements compiled or reviewed by an independent accountant? Yes No

If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:

Separate basis Consolidated basis Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant? Yes No

If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both

Separate basis Consolidated basis Both consolidated and separate basis

c If 'Yes' to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? Yes No

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.

3 a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? Yes No

b If 'Yes,' did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

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

BAA

Form 990 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ.

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

OMB No 1545-0047

2013

Open to Public Inspection

Name of the organization Harpeth River Watershed Association, Inc.	Employer identification number 62-1802858
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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 carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**. See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I
 - b Type II
 - c Type III — Functionally integrated
 - d Type III — Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**.
- f If the organization received a written determination from the IRS that 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?

	Yes	No
11 g (i)	<input type="checkbox"/>	<input type="checkbox"/>
11 g (ii)	<input type="checkbox"/>	<input type="checkbox"/>
11 g (iii)	<input type="checkbox"/>	<input type="checkbox"/>

h Provide the following information about the supported organization(s)

(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 column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U S ?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
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')						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge.						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	%
16a 33-1/3% support test – 2013. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		

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 yr 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')	347,732.	286,286.	342,889.	459,062.	416,555.	1,852,524.
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	10,050.	9,349.	7,100.	11,669.	9,835.	48,003.
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	357,782.	295,635.	349,989.	470,731.	426,390.	1,900,527.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	119,150.	25,565.	148,545.	136,100.	170,650.	600,010.
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	119,150.	25,565.	148,545.	136,100.	170,650.	600,010.
8 Public support. (Subtract line 7c from line 6.)						1,300,517.

Section B. Total Support

Calendar year (or fiscal yr beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6	357,782.	295,635.	349,989.	470,731.	426,390.	1,900,527.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources		35.	49.	28.	28.	140.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b		35.	49.	28.	28.	140.
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.)	43,968.	48,264.	55,799.	47,548.	-3,050.	192,529.
13 Total Support. (Add lns 9,10c, 11 and 12)	401,750.	343,934.	405,837.	518,307.	423,368.	2,093,196.

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

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	62.13 %
16 Public support percentage from 2012 Schedule A, Part III, line 15.	16	63.35 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	0.01 %
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	0.11 %

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.

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No 1545-0047

2013

Department of the Treasury Internal Revenue Service

Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

Attach to Form 990.

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

Open to Public Inspection

Name of the organization

Employer identification number

Harpeth River Watershed Association, Inc.

62-1802858

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.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4: Total number at end of year, Aggregate contributions to (during year), Aggregate grants from (during year), 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?
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?

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).
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

Table with 2 columns: Held at the End of the Tax Year. Rows 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?
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)?
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.

- 1 a 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.
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:

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

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

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

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

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

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

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

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

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

2 a 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
1 a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

- a Board designated or quasi-endowment _____ %
- b Permanent endowment _____ %
- c Temporarily restricted endowment _____ %

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

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

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

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

Part VI Land, Buildings, and Equipment.

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
1 a Land				
b Buildings				
c Leasehold improvements				
d Equipment	31,230.		31,230.	0.
e Other				
Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				0.

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		
(3) Other		
(A) Brokerage Account	72,204.	FMV
(B) -----		
(C) -----		
(D) -----		
(E) -----		
(F) -----		
(G) -----		
(H) -----		
(I) -----		
Total. (Column (b) must equal Form 990, Part X, column (B) line 12) . . . ▶	72,204.	

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.

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

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

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) 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	474,223.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
	a Net unrealized gains on investments	2 a		
	b Donated services and use of facilities	2 b		
	c Recoveries of prior year grants	2 c	4,700.	
	d Other (Describe in Part XIII.)	2 d	46,155.	
	e Add lines 2a through 2d	2 e		50,855.
3	Subtract line 2e from line 1		3	423,368.
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	4 a		
	b Other (Describe in Part XIII.)	4 b		
	c Add lines 4a and 4b	4 c		
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5	423,368.

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	439,989.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:			
	a Donated services and use of facilities	2 a		
	b Prior year adjustments	2 b		
	c Other losses	2 c	4,700.	
	d Other (Describe in Part XIII.)	2 d	46,155.	
	e Add lines 2a through 2d	2 e		50,855.
3	Subtract line 2e from line 1		3	389,134.
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	4 a		
	b Other (Describe in Part XIII.)	4 b		
	c Add lines 4a and 4b	4 c		
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5	389,134.

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.

Pt XII Line 2d Event expenses of \$46,155 netted against revenues per the audited financial statements, but shown separately per the 990.

Pt XIII Line 2d Event expenses of \$46,155 netted against revenues per the audited financial statements, but shown separately per the 990.

Part XIII Supplemental Information *(continued)*

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.

REVENUE		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		Dinner/Concert (event type)	(event type)	(total number)	(add column (a) through column (c))
	1	Gross receipts	109,965.		109,965.
	2	Less: Charitable contributions	67,300.		67,300.
	3	Gross income (line 1 minus line 2).	42,665.		42,665.
DIRECT EXPENSES	4	Cash prizes			
	5	Noncash prizes	30.		30.
	6	Rent/facility costs	21,476.		21,476.
	7	Food and beverages	4,084.		4,084.
	8	Entertainment	2,650.		2,650.
	9	Other direct expenses	17,915.		17,915.
	10	Direct expense summary Add lines 4 through 9 in column (d) ▶			46,155.
11	Net income summary. Subtract line 10 from line 3, column (d) ▶			-3,490.	

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.

REVENUE		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming
					(add column (a) through column (c))
	1	Gross revenue			
DIRECT EXPENSES	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	Yes _____ % No	Yes _____ % No	Yes _____ % No
	7	Direct expense summary Add lines 2 through 5 in column (d) ▶			
	8	Net gaming income summary 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 _____

- 11 Does the organization operate gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No

13 Indicate the percentage of gaming activity operated in:

a The organization's facility	13 a	%
b An outside facility	13 b	%

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

- 15 a Does the organization have a contact with a third party from whom the organization receives gaming revenue? Yes No
- b If 'Yes,' enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c If 'Yes,' enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

- 17 Mandatory distributions
- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? _____ Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. 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 provide any additional information (see instructions).

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2013

Department of the Treasury
Internal Revenue Service

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

▶ Attach to Form 990 or 990-EZ.

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

Open to Public
Inspection

Name of the organization

Employer identification number

Harpeth River Watershed Association, Inc.

62-1802858

Pt VI, Line 11a The draft of the 990 is reviewed by the financial administration staff team and sent to the board's finance committee for review before submittal to the IRS.

Pt VI, Line 15 The Executive Director and all HRWA full-time employees are reviewed annually. Supervisors review staff that they manage. For the Executive Director, the board appoints a review committee each year. The Executive Director completes a review as do the members of the review committee. The rest of the board is provided with the results of the annual review for input as well. Recommendations for priorities for the Executive Director, compensation and other aspects from the review committee are presented to the full board for approval. The annual review process is timed to fit with the annual budget cycle.

Pt VI, Line 19 All HRWA governing documents are on a public web site managed and reviewed by the Community Foundation of Middle TN, called Giving Matters. The Giving Matters staff review all postings and they specifically enter the financial data that is derived from the 990s. HRWA has a link on our web site to Giving Matters and informs the public that the governing documents, by-laws, and financial documents can be found here. We also provide such information to any who request it.

Schedule O (Form 990) Supplemental Information to Form 990

Form 990, Page 6, Line 9 (continued)

<u>Name</u>	<u>Address</u>	<u>City</u>	<u>St</u>	<u>ZIP</u>
<u>Matt Dobson</u>	<u>1102 18th Ave</u>	<u>Nashville</u>	<u>TN</u>	<u>37212</u>
<u>Angela Calhoun</u>	<u>1005 Scramblers Knob</u>	<u>Franklin</u>	<u>TN</u>	<u>37069</u>
<u>Sarah Ford</u>	<u>228 2nd Ave S</u>	<u>Franklin</u>	<u>TN</u>	<u>37064</u>
<u>John Mattox</u>	<u>1182 Westhaven Blvd</u>	<u>Franklin</u>	<u>TN</u>	<u>37064</u>
<u>John Dab</u>	<u>One Nissan Way</u>	<u>Franklin</u>	<u>TN</u>	<u>37067</u>
<u>David Bridgers</u>	<u>150 4th Ave N #2000</u>	<u>Nashville</u>	<u>TN</u>	<u>37219</u>
<u>Deborah Herron Miede</u>	<u>6878 Walnut Hills Dr</u>	<u>Brentwood</u>	<u>TN</u>	<u>37027</u>



HARPETH RIVER WATERSHED ASSOCIATION

ANNUAL REPORT: FY13

April 1, 2013- March 31, 2014

I. Water Quality and Sustainability: \$217,912

State Water Quality Protection and Stormwater Management

- City of Franklin ARAP for water withdrawal for drinking water: Water withdrawal permits are for five years and do not automatically renew. The City proposed a continuation of their current permit. The Tennessee Department of Environment and Conservation (TDEC) issued a new permit in September 2013 decreasing the amount of water that the City of Franklin could withdraw, taking them from 20% to 15%. The City of Franklin appealed TDEC's decision. HRWA, represented by the Southern Environmental Law Center (SELC), also appealed TDEC's decision stating that TDEC is still permitting the City to degrade the Harpeth River by withdrawing too much water. TDEC decided to void the 2013 permit as a result of the appeals and start the public notice process again. Scientific research submitted to TDEC by HRWA supports a 10% reduction to the withdrawal rate. Coupled with an increase from 10 cubic feet per second (cfs) to 18 cfs in river flow, which would provide more of a margin of error for a river that is impaired, a 10% withdrawal rate will likely have minimal effects on ecological functions in the Harpeth River.
- TORA requests to City and TDEC on City Water Withdrawal: Starting in November and in subsequent TN Open records Act requests to TDEC and the City of Franklin, HRWA requested information on a broad range of topics related to the drinking water plant operations, and planning that are relevant to the permit application and review. These include: records of water withdrawal from the river, river flow, percent withdrawal, drinking water purchases, production from the city's own facility, economic analysis, how the river's flow is measured prior to the withdrawal and so forth.
- Sewage Treatment Plant Permit Renewals: TDEC put the 3 NPDES permits for the sewer plants that discharge into the Harpeth in Franklin and Williamson County out for public comment in the summer of 2013. HRWA requested a public hearing that was held in the fall of 2013 and provided comments on all 3 draft permits. The comments were in collaboration with the Southern Environmental Law Center. During the review of the draft permits, continuing issues with compliance with each were noted in the text of TDEC's draft permits. HRWA and SELC conducted a thorough review of the TDEC files on each of the 3 NPDES permits back five years.
- Watershed Management Plan and Technical Advisory Committee: HRWA work in the prior fiscal year with experts to prepare a comprehensive water quality monitoring and watershed

management effort. HRWA worked with agencies, the 3 NPDES sewer plant permittees, TDEC, EPA, USGS, and others to prepare a comprehensive monitoring plan that the sewer permittees would participate in as part of their permit and would be expanded to include stormwater jurisdictions, TDOT and others. In various meetings and conference calls, there is consensus that appropriate water quality data needs to be gathered. HRWA also looked around the country to learn about processes in place that have multiple point sources coordinating in one comprehensive monitoring program and in decision making on pollutant load allocations. HRWA compiled these documents and in February 2012 provided all the federal and state agencies and sewer permittees with a draft watershed water quality monitoring program, the structure for a Technical Advisory Committee and how it would function under TDEC to oversee monitoring and new river models and a TMDL, a compilation of all continuous monitoring data on dissolved oxygen, and examples of approaches around the country. The draft new NPDES permits incorporated aspects of HRWA's recommendations that were issued for comment in April 2013 as summarized earlier.

- 60 day notice of intent to sue filed on three sewage treatment plants: The sewage treatment plants include: the City of Franklin, Harpeth Wastewater Cooperative (formerly Berry's Chapel Utility, Inc., formerly Lynwood), and Cartwright Creek LLC. HRWA and SELC conducted an extensive file review of publicly available documents at the TDEC headquarters and the TDEC Nashville field office. HRWA and SELC found significant numbers of numeric, reporting, monitoring and other required permit requirement violations had occurred over the past five years and were at risk of continuing to occur. The 60 day notices of intent to sue were filed January 13, 2014. Press coverage included TV and print. Legal representatives of the two smaller sewage treatment plants began discussions to settle. The City of Franklin arranged a meeting with HRWA in March to present the city's public response near the end of the 60 day period. The City refiled a significant number of monthly reports to fix reporting errors which were found and reported in the 60 day notice.
- Stormwater Appeals Board: HRWA Executive Director Dorene Bolze, serves as the Vice Chair of both the City of Franklin and Williamson County Stormwater Appeals board. The county's SWAB met most months during the fiscal year. The Mayor of Franklin decided to ask Bolze to step down as Vice Chair of the City's SWAB citing the 60 day notice of intent to sue as the reason. Bolze provided a written statement recognizing the significant effort over the past decade by HRWA in working with the city on stormwater issues, committees, and ordinances.. The statement noted HRWA would continue to work with the City stormwater program and appreciated the chance to serve. The statement was requested by Alderman Skinner who also is a Stormwater Appeals board member to be made a part of the city's permanent minutes for the January BOMA meeting.
- City of Franklin stormwater ordinance revisions and application to small streams: The city of Franklin's Stormwater ordinance has a stream buffer requirement that applies to drainage basins that may not be determined to be streams under the state's new wet weather conveyance determination process. The complexity and need to clarify how the city's stream buffer requirements work with the state's rules became an issue during a variance request in the fall of 2013. The city hired CDM and help a series of workshops to gather input from the development community and others on how to clarify the city's approach and create a stream buffer policy

handbook. HRWA participated in these discussions and provided expertise and suggested revisions to the city's stormwater ordinance as part of the SWAB review process. The ordinance was being updated to incorporate the new MS4 phase II permit requirements related to requiring infiltration on site for the first inch of rain. This staff led review also was an opportunity to address other issues and clarifications that had arisen during the past several years, including the stream buffer requirements.

Harpeth River Valley: Conservation of Watershed Landscapes

- The Harpeth River Valley is the floodplain and hills north of the City of Franklin that is still undeveloped. The Harpeth River is the northern border and the area encompasses the rural landscape between the West Harpeth and temple Hills and extends south to Liepers Fork. Old Hillsboro Road and the Natchez Trace are the roads running through the Valley. This area was designated a last change landscape by Scenic America in 2001 as part of an effort my landowners and the Heritage Foundation to consider long term protection strategies over 15 years ago. The resurgence of the economy has brought interest to this area because it is the last rural landscape adjacent to downtown Franklin which recently have included a large senior living center proposal by Del Webb on the Rogers Farm on the east side of the West Harpeth within the Franklin UGB. HRWA worked with numerous people who coordinated community efforts to review the proposed 450 home proposal. HRWA provided comments to Franklin's BOMA that noted concern for lack of sewer capacity should all the currently approved development in the city and Del Webb were coming on close together before the City's had an approved sewer plant expansion in place. The Del Webb proposal was an annexation and rezoning proposal. BOMA votes on annexations and voted down the Del Webb proposal.
- Rezoning in Williamson County and Hillsboro Cove subdivision: In early summer, Hillsboro C ove, a 1unit/acre subdivision of 19 lots was proposed on a 47 acre farm on Old Hillsboro Road at Forest Home location at the intersection of Natchez Trace. The landowners in the area were surprised because most understood the zoning in the area to be 1 unit/5 acres. HRWA worked with county commissioners and property owners to review the recently updated Comprehensive Land Use Plan and Zoning Ordinance. HRWA staff was a member of the county's Land Use Plan Update 5 years ago. The review found discrepancies that had enabled the developer, Bob Parks, to consider the proposal. The land use plan designated this region RP-5—Rural Preservation 5 (1 unit to 5 acre) in order to help achieve the goal of the plan to preserve the rural character of the area. Subsequently, however, the adopted Zoning ordinance created a different zoning that was not in the Land Use Plan of RP-1 for some of this area which maintained the former 1 unit/1 acre. So some of the area, east of Old Hillsboro Road was 1 unit/acre, and area on the other side of the road was maintained at the RP-5. Expert review also found that the zoning ordinance clearly stated that if there is a discrepancy between both, the zoning ordinance is to follow the plan. HRWA provided comments to the planning commission on their review of Hillsboro Cove both related to zoning issues and floodplain issues.
- Floodplain revisions post May 2010 Flood: HRWA worked with FEMA and the Army Corp of Engineers to provide updated information and status on the large revision to the floodplain that was launched after the May 2010 flood. The Harpeth's entire floodplain was under revision downstream of the I-65 crossing of the river south and upstream of Franklin. This was one of the

first full watershed floodplain reassessments by FEMA in the state. HRWA requested a map from the Army Corp of the 100-yr, 500-yr, and May 2010 flood elevations on the preliminary plat for Hillsboro Cover and provided that to the county for its review. FEMA final new elevations were predicted to be available in the fall of 2013 but were delayed several months. FEMA and the Corp were confident the 100-year floodplain elevation would rise several feet and essentially replace the old 500-year flood elevation. The preliminary plat would not conform with county regulations on several important aspects if it were to use the new FEMA flood elevations that were predicted at the time and subsequently released after the final plat approval.

- Voluntary Property Owner Rezoning: As a result of property owners learning of the inconsistent zoning in the Harpeth River Valley, HRWA worked with county commission leadership in the district and property owners to provide maps and information and collect property owner voluntary rezoning requests. HRWA and the county commissioner were the contact points with the county planning staff for the property owners. This effort became the first voluntary property owner down-zoning in the county and was unanimously supported by the planning commission and county commission. The process was convoluted and took months and resulted in over 50 large properties and all of Two Rivers subdivision to create a contiguous RP-5 for the northern part of the Harpeth River Valley that had been RP-1. There was significant press on all of these aspects of the work on the Harpeth River Valley.
- Repaving the Old Natchez Trace—oldest road in the state: HRWA lent support for the community led effort to encourage the county highway commission to address important road issues with a context sensitive design approach. This became the first such project for the Highway Commission after years of effort. The landowners did not want the road widened and risk losing the historic and scenic character of the important corridor that runs along the Harpeth River and is a popular recreational access area as well that has caused its own problems over the years with lack of access and parking. HRWA lent support to the community effort with the County Highway Commission.

Harpeth River Restoration and Lowhead Dam project:

The last of the grant funds for the signage were paid to the City of Franklin this fiscal year and the signs were finalized by HRWA and City Parks staff and installed this fiscal year. There are two project signs. One focuses on the project and includes logos of all the project partners, a graphic of the project and description of key components. The second sign focuses on wildlife benefits of the project and information on the species (darters, mussels) that directly benefit from the project. The second sign also has a map of the City's planned numerous river access points. See Blueway section below under the Outreach, Education and Recreation Program for details. The Department of Interior Rivers Initiative Bronze Plaque was installed as well by City of Parks staff.

II. River Restoration and Wildlife Protection: \$83,812

A chart of the projects conducted during the fiscal year under the River Restoration program is attached at the end of the report.

- Nashville Waterway Recovery Project: Last year, HRWA and other partners received a grant through the Metropolitan Development and Housing Agency (MDHA) for \$125,000 to clean the remaining 2010 flood debris that was identified in an HRWA-led assessment in 2012. This year, HRWA finished its component of the collaboration and led 13 stream clean-ups in Davidson County. In all, there were over 250 volunteers that removed over 8 tons of trash.
- Fish Habitat and Restoration Initiative: HRWA partnered with the Tennessee Environmental Council (TEC) to create the Fish Habitat and Restoration Initiative (FHRI) with support from the Dan and Margaret Maddox Charitable Fund. This fiscal year, HRWA closed the second year of funding from the Maddox Charitable Fund in November 2013 and began the third year in December 2013. The goal in the third year of the FHRI is to restore fish habitat via 15 stream restoration and education projects, plant at least 6,000 trees, and enhance 1,000 linear feet of streambank to reduce silt. Project types include reforestation along stream banks, bank stabilization techniques, and clean-ups in streams. HRWA has been able to match funds in order to broaden our efforts. During this fiscal year, 13 projects were completed by HRWA which included a 5,000 square foot rain garden and 3,055 trees and live stakes planted with the help of 449 volunteers.
- Brentwood YMCA Rain Garden: HRWA installed a 4,000 square foot rain garden at the Brentwood YMCA on Concord Road, one of the largest rain gardens in the area. The rain garden project was a collaboration between HRWA and many partners, most notably The City of Brentwood's Engineering Department and with support as part of the Fish Habitat Restoration Initiative. A group of nearly 25 employees from Gobbell Hays Partners volunteered to help build the river channels and plant over 320 native shrubs and wildflowers from local provider Nashville Natives. The Compost Company's Ed Wansing provided topsoil and mulch. The rain garden is designed to slow the velocity of flow from the storm pipes coming from the parking and absorb the rain water before it enters the Little Harpeth River.
- Stream restoration in Brentwood: Each year HRWA has a \$4995 contract with Brentwood city parks to conduct streambank restoration around the parks system. For Brentwood's 2013-14 fiscal year, HRWA coordinated with students from Battleground Academy to plant trees and livestakes in various locations along the greenway and installed "no-mow" signs to ensure mowing crews did not harm the trees. In addition, we installed the interpretive sign for the rain garden and planned a maintenance day to address the issues that the spring rains caused in the rain garden. The interpretative signage was funded by the Dan and Margaret Maddox Charitable Fund through their support of the Fish Habitat Restoration Initiative.
- TDA 319 Nonpoint Source Grant in Headwaters of the Harpeth, Eagleville: During this fiscal year, HRWA continued to work on the TN Dept. of Agriculture grant to address water quality issues in the headwaters of the Harpeth River. HRWA worked closely with NRCS to design and implement agricultural BMPs that included livestock exclusion fencing, alternative watering sources and streambank stabilization on two adjacent farms that have a small, unnamed tributary to the Harpeth River flowing through them. On the farm of Tyrone Ridley, HRWA staff worked with Ridley's workers to plant live stakes in the banks of the creek for the purpose of bank stabilization. The BMP practices on Ridley's farm were planned before the end of the fiscal year

and installed shortly after. The other landowner's project was still in negotiation at the time of the end of the fiscal year.

- Ensworth High School and Stormwater management Plan Implementation: HRWA staff completed four Service Learning Work Day events with Ensworth students as part of the implementation of their stormwater management plan (SWMP). Nearly 50 students participated in one invasive plant removal, one clean-up, and two tree plantings. The last planned event, an invasive plant removal, will conclude HRWA's contract with Ensworth for the SWMP.
- TN Wildlife Resources Agency (TWRA), \$500 stream restoration grant: TWRA provided a small grant to HRWA for \$500 for restoration supplies, including additional shovels, waders, rubber mallets, trees, etc. These funds will be spent in the following year to help HRWA stretch additional grant monies further to produce greater environmental improvements in the region.
- City of Franklin, TDOT Litter Grant: HRWA is a partner in the City of Franklin's TDOT Litter Grant awarded early in 2013. HRWA was invited by City staff to prepare a component of the awarded grant that focuses on removing the large metal legacy debris in the river in downtown Franklin and conduct two clean-ups. \$23,500 of the \$55,000 grant is to cover this component of the grant. In January, the City decided to put on hold the work on this component of the grant which is to be completed by 2016. HRWA staff in the fall had completed a field reconnaissance assessment of the location of large debris in the stretch of the Harpeth that flows through downtown Franklin. The City has not yet reimbursed HRWA for that work which is part of the \$4700 of potential bad debt reported in the audit. The other portion is from HRWA's work with the City on the Harlinsdale Park Canoe Access described below in section III.

III. Outreach, Education & Recreation: \$33,525

- Harpeth River State Specialty License Plate: HRWA has until July 2015 to complete our license plate program. 278 have been sold by the end of the fiscal year. A more active outreach and marketing plan was developed going in to the new year that included tabling events at retail stores and community events. In addition, HRWA staff are pursuing other strategies to fund the license plates. NOTE: Funds are restricted and reported on the 990 in Part X (Balance Sheet) on line 19 for deferred income.

Community Outreach and Education:

- HRWA had a booth set up for Earth Day in Centennial Park in Nashville and gave away trees.
- HRWA organized a Casting Clinic at Pinkerton Park. Jane Polansky from TN State Parks and Pandey English from TWRA were present.
- HRWA staff ran water quality and river ecology modules for several summer camps as staff and funding support allowed.
- Support for the Barbara J. Mapp Foundation has enabled HRWA to expand our outreach, education, and awareness of the unique biodiversity of the Harpeth River watershed. Many different activities have been planned for the following year that will expand on what HRWA currently offers in the way of wildlife and biodiversity education.

- HRWA brought on a VISTA volunteer for one year in July 2012 and her employment ended this year. She was responsible for educating residents about drug takeback days, putting together a campaign to stop people from flushing drugs down toilets, setting up education and fun days for residents throughout the watershed, work with schools on as-needed basis to do quick and informative education units with students, and start a wildlife education and information campaign to educate residents about the natural wonders that can be found in the Harpeth River.
- One four-color newsletter was produced in Summer of 2013.
- HRWA's website, HarpethRiver.org, continues to be updated and enhanced to provide current and historical information about all aspects of the watershed: policy, volunteer activities, fundraising. Integration with the email system and credit card processing have improved the efficiency for the organization and made a more seamless user experience for site visitors.
- HRWA created four Factsheets on the sewer issues on the Harpeth which includes a map. The web site was updated to incorporate this material.

Harpeth River Blueway—new accesses and master plan for the City of Franklin area

- The City of Franklin was awarded a grant from TDEC's RTP program for its Harlinsdale park which included HRWA as a partner to design and build a canoe access. HRWA prepared that section of the grant at the invitation of the City Parks department over a year ago when the grant was submitted. Under this grant, HRWA worked with City Park's Assistant Director to lead a multi-departmental group to create a city master plan for river canoe accesses. A series of 11 access points were identified that built on the work that was done and incorporated into the City's Parks master Plan from several years ago. The access points include those to be built by developers who are partners in the effort, the city and the county. The plan included the city's emergency response team determining names for each, incorporating each onto the city's GIS, and establishing river mile markers. HRWA helped coordinate with the state Blueways committee to build consistency with mile markers and emergency response. A final map prepared by the City was incorporated into one of the Lowhead Dam Restoration Project signs. HRWA met on site with the architectural engineer for two Goodall Home subdivisions on the Harpeth to give input on river access design. The Rizer Point access was completed in the summer of 2014 and the Water's Edge one (upstream near the new Carrothers Parkway river Crossing) is planned.
- Timber Stairs at Eastern Flank Canoe Access (Lowhead Dam Removal project site):
HRWA was asked by the City parks department to be the project coordinator for the design and construction of the timber stairs at the site. Now that the Lowhead Dam Removal project is completed, the City Parks department is now managing the area as part of the Eastern Flank Battlefield Park. HRWA secured funding from LP for \$5000 to match City park funds of \$5000. This covered material costs and design and construction management. No cost by HRWA to manage the project was covered. HRWA worked with partner TN Scenic Rivers Association through the Access Committee to pay for two expert design and construction management people. HRWA and TSRA coordinated volunteers for a weekend construction project in the fall

and city staff provided critical equipment and staff help as well. Much of the volunteer labor was from the staff team at Turner Construction. The project was completed in October. HRWA staff coordinated and prepared all permitting at the federal, state and local level.

- .Harlinsdale Park Canoe Access: HWRA and partner TSRA worked with City parks staff to scout and locate a new access point as part of the Harlinsdale Park master plan. HRWA worked with TSRA to design the timber stairs and HRWA secured all of the relevant permits in the winter for the City's final grant paperwork. In January, the City Administrator sent an email to HRWA saying it would no longer work with HRWA on this grant. HRWA provided an invoice of costs incurred (\$3700) which has not been reimbursed. This is part of the \$4700 potential bad debt from the City referenced in the audit. HRWA's total grant component was \$21,000 to cover all work and materials for the access component of the TDEC grant. The City Parks department was disappointed in the decision to remove HRWA, and had to take on the work of construction without the important added benefit of volunteer help that HRWA and TSRA would have provided.
- New Accesses in Northern Williamson County/Old Natchez trace Area: An outgrowth of HRWA's efforts with protecting the Harpeth River Valley, several landowners expressed interest in helping establish official canoe access points in this highly used area of the Harpeth. The Franklin based outfitters use this section in the summer because there is enough flow. Also there is much less metal and other debris in the river than in the downtown Franklin area. There continues to be problems during the summer with access to the river along the Natchez Trace where there is no official access, no parking, rope swings and lots of teenage summer use. HWRA has identified property owners that are interested in transferring property to the county in several locations to create canoe access points between the Old Hillsboro Road bridge crossing to Moran Road bridge.

Media Coverage

- This is not an exhaustive list. The River Swing and Tasting Party—extensive press coverage in social press: NFOCUS, Williamson AM, SOCIAL, Your Williamson, and so forth. Print and television coverage of Denna Davis's art project to create an 8'x 24' Harpeth River painting in a tent behind Gallery 202 in Franklin. South Cheatham and Dickson print coverage of the HRWA-sponsored drug take back program. Print and television coverage was extensive on HRWA's work on sewer issues. Local stories covered the award of the TDOT litter grant with the focus on removing the unsightly metal debris still in the river in downtown Franklin near to old dump. Brentwood press coverage of 4000 square foot rain garden installed by HRWA at Brentwood YMCA. Print coverage of the various efforts in the Harpeth River Valley included coverage of the voluntary down-zoning by property owners, work on the context sensitive design to repave the Old Natchez Trace, the Del Webb proposal, the Hillsboro Cove proposal, and the FEMA floodplain revisions.

IV. Fundraising, Membership and Events: \$36,904

River Swing: On October 5, 2013, approximately 450 guests attended our annual fundraising event held at the beautiful Harpeth Westover Farm, on the banks of the Harpeth River. With a

night of festivities that included a silent auction, dinner and dance, River Swing 2013 raised a record \$125,000. The event received extensive media coverage in regional social magazines and in the society sections of the Tennessean other local newspapers. Significant efficiencies were realized this year through the use of an integrated online ticket sales system which greatly reduce the staff and volunteer time needed to process both pre-event ticket sales and auction payments that night.

- Harpeth Protection Society & River Swing Tasting Event: On August 13, Galley 202 in Franklin hosted a Tasting Party for all River Swing Committee Volunteers, Corporate Sponsors, Table Hosts and members of our Harpeth Protection Society (donors that contribute \$1000 or more). This event was a lead up to the River Swing and this year it was also was the unveiling of *Paint the Harpeth*, an 8'x 24' painting created by local artist Dennas Davis. Whole Foods Market in Franklin, The Bottle Shop at McEwen, and Little Harpeth Brewing LLC were presenting sponsors and the event was covered extensively by social media.
- Paint the Harpeth – In early August at Gallery 202 in historic downtown Franklin, artist Dennas Davis spent an entire week publicly painting a 24' x 8' Harpeth River scene. *Paint the Harpeth* was a community awareness project, by Davis, in support of the Harpeth River Watershed Association mission of protecting the state scenic Harpeth River and clean water in Tennessee. Upon completion, the life-size painting became the central décor at River Swing 2013. The enormous work was next exhibited in Franklin City Hall through the winter months and is likely headed to Whole Foods Market – Franklin. The local media provided excellent print and broadcast coverage of the project, thus accomplishing the goal of creating awareness.
- Wine & Conversations – Several neighborhood style gatherings were held in FY13 to create opportunity for direct conversation between HRWA staff and established and prospect major donors. These events were held in private homes and were attended by 30 – 50 guests each. The more intimate and relaxed setting has helped cultivated new and reaffirm existing support in areas along the river where there is much interest.
- The Membership program expanded its efforts through increased outreach activities and strategic electronic and physical mailing efforts. As a result, the funds raised from individuals grew by 29% and the number of donors increased by 37%, when compared with the same period a year ago. Better communicating the organization's priorities and making the giving process easier through online and installment options has been a big part of this success.
- During FY13, HRWA completed the integration of the donor management system with both the QuickBooks and the email communication system. As a result, donor/member communications are more personalized and more consistent. Increased social media efforts combined with an expanded online giving platform are in the works for 2014.

V. Administration, Finance, Governance, Organizational Planning: \$16,981

This section is not meant to be comprehensive. It has some overall descriptions for completeness of the entire report.

- Board member recruitment remains a focus of the board in this fiscal year with the board having an active membership size of 7 by the end of the fiscal year. The board set the preferred number to 12, but the board is intentional and thoughtful in its recruitment.
- During the year, the organization increased the level of cash on hand and ended with a large net increase. This was intentional to begin implementing a new staff plan which included a new development director, eliminating the Associate Director position, and adding a senior level scientific/engineering expert at the Director level in the next fiscal year if new funds are secured. Cash reserves were kept to \$72,000.
- There have been several staff shifts in 2013-14. In July 2013, Lisa Friedman replaced Jessica Graham as Finance and Development Coordinator. In September, the Associate Director position was eliminated as part of a larger senior staff/program director plan roll-out. In November Michelle Barbero Restoration and Watershed Science Program Manager, took a new position in a Nashville based environmental consulting firm; Cooper Breeden started as Watershed Coordinator in January. In September a Watershed Fellow position was created filled by Sara Simpson. The VISTA volunteer completed her one year commitment in the summer; a new VISTA volunteer could not be recruited in the program during the fall because of federal program. The part-time Restoration Coordinator Anneli TerryNelson took a position with Metro storm water program in the fall.
- Technology Upgrades: Upgrades to hardware and software for all machines allowed smoother and more productive work flow.



HARPETH RIVER WATERSHED ASSOCIATION

2013-2014 Annual Report project list

Date	Project Name	Project Type	Volunteers or group	Location Type	Funding	# of Volunteers	Hrs of Project	Volunteer Hrs	Tons of Debris Removed	# of Trees Planted
4/6/13	Vandy Service Day	Tree potting	Vanderbilt students		Maddox	9	2			400
4/10/13	W. Valley Dr 1	Cleanup	Lipscomb students	Davidson	MDHA	13	2	26	1.46	
4/18/13	Ensworth I	Invasive Plant Removal	Ensworth	Davidson	Ensworth, Maddox	13	3	39		
4/18/13	Ensworth II	Cleanup	Ensworth	Davidson	MDHA	6	1.5	9	0.25	
5/6/13	Old Hickory Blvd	Cleanup	Poplar Grove MS Green Team	Davidson	MDHA	6	3	18	0.085	
5/24/13	Trinity Lane 1	Cleanup	YAVs	Davidson	MDHA	4	3	12	0.045	
6/15/13	Trinity Lane 2	Cleanup	Young Adults of Metro LDS Churches AND Whole	Davidson	MDHA	32	4	128	1.5	

The Harpeth River Watershed Association is a 501(c)(3) tax exempt, non-profit organization. All donations are tax deductible.
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6/17/13	W. Valley Dr. 2	Cleanup	Foods of Franklin	Davidson	MDHA	33	4	132	1.25		
6/29/13	Trinity Lane 3	Cleanup	Wyman II	Davidson	MDHA	27	3	81			
7/15/13	Trinity Lane 4	Cleanup	Wyman III	Davidson	MDHA	38	3	114			
7/20/13	Trinity Lane 5	Cleanup	Open Call	Davidson	MDHA						
8/15/13	Donald St.	Cleanup	Lipscomb students	Davidson	MDHA	28	3	84	0.175		
8/17/13	Trinity Lane 6	Cleanup	Open Call	Davidson	MDHA	18	3	54	0.42		
8/23/13	Trinity Lane 7	Cleanup	AmeriCorps	Davidson	MDHA	9	5	54	0.265		
8/26/13	Chainsaw day	Logjam	AmeriCorps	Davidson	MDHA/ AmeriCorps						
9/20/13	YMCA Rain Garden	Rain Garden	Gobbell Hays Partners	Williamson	Brentwood, Maddox	25	4	100			330
10/16/13	YMCA Rain Garden	Rain Garden	Ravenwood High School Seniors	Williamson	Brentwood, Maddox	20	2.5	50			
12/13/13	Ensworth Tree Planting Type A	Tree Planting	Ensworth Students and Staff	Davidson	Ensworth	21	2	42			70
1/25/14	Bellevue Greenway Alex Jolly Project	Tree Planting	Eagle Scout group & associated with Alex	Davidson	Maddox	26	2.5	65			45

2/22/14	Ensworth Whip Planting	Tree Planting	Ensworth students & teachers	Davidson	Ensworth	7	2	14		180
3/1/14	Phillip McDonald Project & 10K Tree Day	Tree Planting	Open Call & Turner Construction group	Williamson	Maddox	20	3	60		200
3/6/14	Fifty Forward	Tree Planting	BGA students & teachers	Davidson	Maddox	26	3	78		150
3/6/14	River Park Project	Tree Planting	BGA students & teachers	Davidson	Brentwood	26	3	78		150
3/9/14	Bellevue Greenway Project II	Tree Planting	Open Call & Congregation Micah group	Davidson	Maddox	13	3.5	45.5		130
3/14/14	Chestnut Bend subdivision greenway	Tree Planting	Volunteer solicited	Williamson	Maddox	3	1	3		20
3/15/14	Burns Park Whip Planting	Tree Planting	Open Call	Williamson	Maddox	20	2.5	50		400
3/25/14	Ridley Live Staking	Tree Planting	Open Call	Rutherford	TN Dept of Ag	3	2	6		300
3/28/14	5K Tree Day	Tree Planting	Open Call	Williamson	Maddox	3	2.5	7.5		250
Totals	28 projects					449 volunteers	76 hours	1,350 volunteer hours	5.45 tons	2625 trees