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

OMB No 1545-0047

2014
Open to Public Inspection**A For the 2014 calendar year, or tax year beginning , and ending**

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Final return/terminated ☐ Amended return ☐ Application pending	C Name of organization SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.		D Employer identification number 65-1166584
	Doing business as ATTN: GINNY ELLIS		E Telephone number 770-887-2363
	Number and street (or P.O. box if mail is not delivered to street address) 543 ATLANTA ROAD		Room/suite
	City or town, state or province, country, and ZIP or foreign postal code CUMMING GA 30040		G Gross receipts 330,930
	F Name and address of principal officer		H(a) Is this a group return for subordinates? ☐ Yes ☒ No H(b) Are all subordinates included? ☐ Yes ☐ No If "No," attach a list (see instructions)
I Tax-exempt status ☒ 501(c)(3) ☐ 501(c) () (insert no) ☐ 4947(a)(1) or ☐ 527			
J Website WWW.SAWNEE.COM/ROUND UP			
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶			
L Year of formation		M State of legal domicile	

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities SEE SCHEDULE O		
	2 Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	9
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	9
	5 Total number of individuals employed in calendar year 2014 (Part V, line 2a)	5	0
	6 Total number of volunteers (estimate if necessary)	6	9
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
7b Net unrelated business taxable income from Form 990-T, line 34	7b	0	
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year	Current Year
	9 Program service revenue (Part VIII, line 2g)	175,979	327,430
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		0
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		3,500
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	175,979	330,930
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	167,669	169,645
	14 Benefits paid to or for members (Part IX, column (A), line 4)		0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		0
	16a Professional fundraising fees (Part IX, column (A), line 11e)		0
	b Total fundraising expenses (Part IX, column (D), line 25) ▶ 0		
	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6	39
	18 Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	167,675	169,684
19 Revenue less expenses Subtract line 18 from line 12	8,304	161,246	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year	End of Year
	21 Total liabilities (Part X, line 26)	123,668	284,914
	22 Net assets or fund balances Subtract line 21 from line 20	0	0

Part II Signature Block

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

Sign Here	Signature of officer <i>Michael A. George</i>	Date 05/28/15
	Type or print name and title MICHAEL A. GEORGE, PRESIDENT & CEO SAWNEE EFC	
Paid Preparer Use Only	Preparer's name J. RANDOLPH NICHOLS	Preparer's signature <i>[Signature]</i>
	Firm's name ▶ MCNAIR, MCLEMORE, MIDDLEBROOKS & CO, LLC	Date MAY 12 2015
	Firm's address ▶ POST OFFICE BOX ONE MACON, GA 31202-0001	Check ☐ if PTIN self-employed P00347246 Firm's EIN ▶ 58-1094351 Phone no 478-746-6277

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

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2014)

DAA

24

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☐**1** Briefly describe the organization's mission**CHARITABLE DISBURSEMENTS****2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

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

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

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported**4a** (Code) (Expenses \$ **169,684** including grants of \$ **169,645**) (Revenue \$ **330,930**)**THE PURPOSE OF THE TRUST IS TO ACCUMULATE AND DISBURSE FUNDS FOR CHARITABLE PURPOSES IN THE SERVICE AREA OF SAWNEE EMC.****4b** (Code) (Expenses \$ including grants of\$) (Revenue \$)**4c** (Code) (Expenses \$ including grants of\$) (Revenue \$)**4d** Other program services (Describe in Schedule O)

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

4e Total program service expenses **169,684**

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
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

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 organization or domestic 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 or for domestic individuals 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), 501(c)(4), and 501(c)(29) 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 "Yes," 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, or IV, and Part 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		
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	

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c	
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).		2b	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?		3a	X
b If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.		3b	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		4a	X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b	X
c If "Yes" to line 5a or 5b, did the organization file Form 8886-T?		5c	
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a	X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b	
7 Organizations that may receive deductible contributions under section 170(c).			
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?		7a	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	
d If "Yes," indicate the number of Forms 8282 filed during the year.	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e	
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f	
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		7h	
8 Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?		8	
9 Sponsoring organizations maintaining donor advised funds.			
a Did the sponsoring organization make any taxable distributions under section 4966?		9a	
b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?		9b	
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12.	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders.	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		12a	
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		13a	
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b		
c Enter the amount of reserves on hand.	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?		14a	X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.		14b	

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 ☒

Section A. Governing Body and Management

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

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

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

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed ► **GA**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, address, and telephone number of the person who possesses the organization's books and records ►

GINNY ELLIS - SAWNEE EMC
CUMMING

543 ATLANTA ROAD

GA 30040

770-887-2363

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck if Schedule O contains a response or note to any line in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
 - List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
 - List all of the organization's **former** officers, key employees, 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) JERRY BURUM										
CHAIRMAN	0.40 0.00	X		X				0	0	0
(2) DENNIS ANDERSON										
VICE-CHAIRMAN	0.42 0.00	X		X				0	0	0
(3) HENRY A. ZUCKERMAN										
SECRETARY	0.40 0.00	X		X				0	0	0
(4) LACELLE W. DOSS										
DIRECTOR	0.48 0.00	X						0	0	0
(5) RONALD WATSON										
DIRECTOR	0.29 0.00	X						0	0	0
(6) ED J. LEDBETTER										
DIRECTOR	0.48 0.00	X						0	0	0
(7) DEBORAH PELFREY										
DIRECTOR	0.58 0.00	X						0	0	0
(8) RUBY COLEMAN										
DIRECTOR	0.35 0.00	X						0	0	0
(9) MECHELLE NEEDHAM										
DIRECTOR	0.42 0.00	X						0	0	0
(10)										
(11)										

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			
(12)										
(13)										
(14)										
(15)										
(16)										
(17)										
(18)										
(19)										
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 **0**

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

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 **0**

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	327,430			
	g Noncash contributions included in lines 1a-1f \$					
h Total. Add lines 1a-1f		327,430				
Program Service Revenue	2a	Busn. Code				
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g Total. Add lines 2a-2f					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)					
	4 Income from investment of tax-exempt bond proceeds					
	5 Royalties					
	6a Gross rents	(i) Real (ii) Personal				
	b Less rental exps					
	c Rental inc or (loss)					
	d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	(i) Securities (ii) Other				
	b Less cost or other basis & sales exps					
	c Gain or (loss)					
	d Net gain or (loss)					
	8a Gross income from fundraising events (not including \$ of contributions reported on line 1c) See Part IV, line 18	a				
	b Less direct expenses	b				
	c Net income or (loss) from fundraising events					
	9a Gross income from gaming activities See Part IV, line 19	a				
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities					
10a Gross sales of inventory, less returns and allowances	a					
b Less cost of goods sold	b					
c Net income or (loss) from sales of inventory						
Miscellaneous Revenue		Busn. Code				
11a SCHOLARSHIP RETURNED			3,500	3,500		
b						
c						
d All other revenue						
e Total. Add lines 11a-11d			3,500			
12 Total revenue. See instructions			330,930	3,500	0	0

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 domestic organizations and domestic governments. See Part IV, line 21	117,645	117,645		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	52,000	52,000		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 7				
f Investment management fees				
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)				
12 Advertising and promotion				
13 Office expenses				
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance				
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 OTHER EXPENSES	39	39		
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e.	169,684	169,684	0	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest bearing	112,503	1	273,372
	2 Savings and temporary cash investments		2	
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	11,165	4	11,542
	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		9	
	10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a		
	b Less accumulated depreciation	10b	10c	
	11 Investments—publicly traded securities		11	
	12 Investments—other securities See Part IV, line 11		12	
	13 Investments—program-related See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets See Part IV, line 11		15	
16 Total assets. Add lines 1 through 15 (must equal line 34)	123,668	16	284,914	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	0	26	0
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	65,120	27	174,866
	28 Temporarily restricted net assets	58,548	28	110,048
	29 Permanently restricted net assets		29	
	Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	123,668	33	284,914
	34 Total liabilities and net assets/fund balances	123,668	34	284,914

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	330,930
2	Total expenses (must equal Part IX, column (A), line 25)	2	169,684
3	Revenue less expenses Subtract line 2 from line 1	3	161,246
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	123,668
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	284,914

Part XII Financial Statements and ReportingCheck 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

2a Were the organization's financial statements compiled or reviewed by an independent accountant?
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both

☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant?

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

☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis

c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

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

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

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

2014**Open to Public Inspection**

Name of the organization

**SAWNEE ELECTRIC MEMBERSHIP
FOUNDATION, INC.**

Employer identification number

65-1166584**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

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

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state.
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
- a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
- b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
- c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
- d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
- e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations
- g 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 listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			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) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	141,141	192,884	196,330	175,979	330,930	1,037,264
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	141,141	192,884	196,330	175,979	330,930	1,037,264
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						1,037,264

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4	141,141	192,884	196,330	175,979	330,930	1,037,264
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	409	84	58			551
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 VI.)						
11 Total support. Add lines 7 through 10						1,037,815
12 Gross receipts from related activities, etc. (see instructions)					12	3,500

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f))	14	99.95 %
15 Public support percentage from 2013 Schedule A, Part II, line 14	15	99.74 %
16a 33 1/3% support test—2014. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☒		
b 33 1/3% support test—2013. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ☐		
17a 10%-facts-and-circumstances test—2014. 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ☐		
b 10%-facts-and-circumstances test—2013. 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 VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ☐		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ☐		

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
13 Total support. (Add lines 9, 10c, 11, and 12)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ► ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2013 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests—2014. 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—2013. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ► ☐

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

Part IV Supporting Organizations

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.	1	
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).	2	
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.	3a	
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.	3b	
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.	3c	
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.	4a	
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.	4b	
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.	4c	
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).	5a	
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b	
c Substitutions only. Was the substitution the result of an event beyond the organization's control?	5c	
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations, (b) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .	6	
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).	7	
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990).	8	
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .	9a	
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .	9b	
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .	9c	
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer (b) below.	10a	
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)	10b	

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?	11a	
b A family member of a person described in (a) above?	11b	
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .	11c	

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.	1	
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.	2	

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).	1	

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?	1	
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).	2	
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.	3	

Section E. Type III Functionally-Integrated Supporting Organizations

- 1** Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions)
- a** ☐ The organization satisfied the Activities Test. Complete **line 2** below.
- b** ☐ The organization is the parent of each of its supported organizations. Complete **line 3** below.
- c** ☐ The organization supported a governmental entity. Describe in **Part VI** how you supported a government entity (see instructions).

2 Activities Test. Answer (a) and (b) below.

	Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.	2a	
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.	2b	
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .	3a	
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.	3b	

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year)		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI)		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	☐ Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions)		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions		Current Year		
1	Amounts paid to supported organizations to accomplish exempt purposes			
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity			
3	Administrative expenses paid to accomplish exempt purposes of supported organizations			
4	Amounts paid to acquire exempt-use assets			
5	Qualified set-aside amounts (prior IRS approval required)			
6	Other distributions (describe in Part VI) See instructions			
7	Total annual distributions. Add lines 1 through 6			
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI) See instructions			
9	Distributable amount for 2014 from Section C, line 6			
10	Line 8 amount divided by Line 9 amount			

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1	Distributable amount for 2014 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3	Excess distributions carryover, if any, to 2014			
a				
b				
c				
d				
e	From 2013			
f	Total of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2014 distributable amount			
i	Carryover from 2009 not applied (see instructions)			
j	Remainder Subtract lines 3g, 3h, and 3i from 3f			
4	Distributions for 2014 from Section D, line 7 \$			
a	Applied to underdistributions of prior years			
b	Applied to 2014 distributable amount			
c	Remainder Subtract lines 4a and 4b from 4			
5	Remaining underdistributions for years prior to 2014, if any Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions)			
6	Remaining underdistributions for 2014 Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions)			
7	Excess distributions carryover to 2015. Add lines 3j and 4c			
8	Breakdown of line 7			
a				
b				
c				
d	Excess from 2013			
e	Excess from 2014			

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

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

▶ Attach to Form 990.

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

OMB No 1545-0047

2014**Open to Public
Inspection**

Name of the organization

Employer identification number

**SAWNEE ELECTRIC MEMBERSHIP
FOUNDATION, INC.****65-1166584****Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 6

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

Part II Conservation Easements.

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

1 Purpose(s) of conservation easements held by the organization (check all that apply)	
☐ Preservation of land for public use (e.g., recreation or education)	☐ Preservation of a historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year	
a Total number of conservation easements	Held at the End of the Tax Year
b Total acreage restricted by conservation easements	2a
c Number of conservation easements on a certified historic structure included in (a)	2b
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2c
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶	2d
4 Number of states where property subject to conservation easement is located ▶	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	☐ Yes ☐ No
6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶	
7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$	
8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	☐ Yes ☐ No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements	

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items	
b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items	
(i) Revenues included in Form 990, Part VIII, line 1	▶ \$
(ii) Assets included in Form 990, Part X	▶ \$
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items	
a Revenue included in Form 990, Part VIII, line 1	▶ \$
b Assets included in Form 990, Part X	▶ \$

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

Schedule D (Form 990) 2014

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

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

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

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

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

Part IV Escrow and Custodial Arrangements.

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

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

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

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

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐ Yes ☐ No

Part V Endowment Funds.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

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

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

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

- (i)** unrelated organizations
(ii) related organizations

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

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

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

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c) ☐

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)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col (B) line 12) ►		

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col (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	330,930
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12			
a	Net unrealized gains (losses) on investments	2a		
b	Donated services and use of facilities	2b		
c	Recoveries of prior year grants	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	330,930
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total revenue Add lines 3 and 4c . (This must equal Form 990, Part I, line 12)		5	330,930

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	169,684
2	Amounts included on line 1 but not on Form 990, Part IX, line 25			
a	Donated services and use of facilities	2a		
b	Prior year adjustments	2b		
c	Other losses	2c		
d	Other (Describe in Part XIII)	2d		
e	Add lines 2a through 2d		2e	
3	Subtract line 2e from line 1		3	169,684
4	Amounts included on Form 990, Part IX, line 25, but not on line 1			
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a		
b	Other (Describe in Part XIII)	4b		
c	Add lines 4a and 4b		4c	
5	Total expenses Add lines 3 and 4c . (This must equal Form 990, Part I, line 18)		5	169,684

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.

Part XIII Supplemental Information (continued)

**SCHEDULE I
(Form 990)****Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.Department of the Treasury
Internal Revenue Service

Name of the organization

**SAWNEE ELECTRIC MEMBERSHIP
FOUNDATION, INC.**▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014**Open to Public
Inspection**

Employer identification number

65-1166584**Part I General Information on Grants and Assistance****1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?☐ Yes☒ No**2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States**Part II Grants and Other Assistance to Domestic Organizations and Domestic Governments.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	FORSYTH COUNTY FAMILY HAVEN 107 COLONY PARK DRIVE CUMMING GA 30040	58-1821180		6,000				
(2)	CASA OF FORSYTH COUNTY 875 LANIER 400 PKWY BOX 7 CUMMING GA 30040	20-0481980		5,984				
(3)	CASA FOR CHILDREN, INC. 100 NORTH STREET CANTON GA 30114	58-2563473		5,400				
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								

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

▶

For Paperwork Reduction Act Notice, see the Instructions for Form 990.**Schedule I (Form 990) (2014)**

DAA

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1 SCHOLARSHIPS SEE ATTACHED 13		52,000			
2					
3					
4					
5					
6					
7					

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

SCHEDULE O
(Form 990 or 990-EZ)Department of the Treasury
Internal Revenue Service**Supplemental Information to Form 990 or 990-EZ**Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

2014**Open to Public
Inspection**

Name of the organization

**SAWNEE ELECTRIC MEMBERSHIP
FOUNDATION, INC.**

Employer identification number

65-1166584**FORM 990 - ORGANIZATION'S MISSION OR MOST SIGNIFICANT ACTIVITIES**

THE PURPOSE OF THE FOUNDATION SHALL BE THE ACCUMULATION AND DISBURSEMENT OF FUNDS FOR CHARITABLE PURPOSES IN THE SERVICE AREA OF SAWNEE ELECTRIC MEMBERSHIP CORPORATION ("SAWNEE EMC"). UPON DISSOLUTION OF THE FOUNDATION, ANY REMAINING FUNDS SHALL BE DISTRIBUTED ONLY FOR CHARITABLE PURPOSES IN ACCORDANCE WITH APPLICABLE LAW.

FORM 990, PART VI, LINE 11B - ORGANIZATION'S PROCESS TO REVIEW FORM 990
FORM 990 IS REVIEWED BY THE BOARD WITH ALL SUPPORTING DOCUMENTATION MADE AVAILABLE TO THEM.

FORM 990, PART VI, LINE 12C - ENFORCEMENT OF CONFLICTS POLICY
THE FOUNDATION REGULARLY AND CONSISTENTLY MONITORS AND ENFORCES COMPLIANCE WITH THEIR CONFLICT OF INTEREST POLICIES AS PROVIDED FOR IN ITS POLICIES WHICH ARE INCLUDED AS A PART OF THIS RETURN.

FORM 990, PART VI, LINE 19 - GOVERNING DOCUMENTS DISCLOSURE EXPLANATION
THE FOUNDATION MAKE ITS BYLAWS AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC AS PART OF ITS FORM 990. THE FORM 990 IS AVAILABLE UPON REQUEST AS REFLECTED IN PART VI SECTION C LINE 18.

**SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.
SCHEDULE OF COMMUNITY ASSISTANCE
FOR THE YEAR ENDED DECEMBER 31, 2014**

Balance-Brought Forward	\$ 64,221
Lamar Pruitt	500
Liberty Middle School	1,487
Lynn Knox	500
Malon D. Mimms Boys & Girls Club	900
Margaret Hamill	500
Margret Wallner	500
Melissa Yashinsky	500
Mentor Me - North Georgia	1,000
Michael Hurst	500
Mike Kingcaid	500
Mill Springs Academy	721
MUST Ministries, Inc.	2,500
North Fulton Community Charities	2,000
North Metro Miracle League	1,000
Phu Tran	500
Piney Grove Middle School	4,149
Qin Tongquing	500
Rachel's Gift	1,000
Rainbow Childrens Home, Inc.	2,340
Reading Association of Dawson County	1,000
Renee Fitts	500
Ronald Richards	500
Ryan Lee Holland Cancer Foundation	3,000
Sala Shierling	500
Samatha Doyle	500
Sawnee Woman's Club	500
South Forsyth High School	1,490
St. Vincent de Paul Christ Redeemer	1,000
St. Vincent de Paul Good Shepherd	1,650
St. Vincent de Paul Society	1,000
Stand up for Kids-North Fulton County	1,000
Supporting Adoption & Foster Families	4,940
The HOPE Center	2,100
The Lionheart School	1,447
The Place of Forsyth County	2,700
Thomas Race	500
Balance-Carried Forward	\$ 110,144

SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.
SCHEDULE OF COMMUNITY ASSISTANCE
FOR THE YEAR ENDED DECEMBER 31, 2014

Balance-Brought Forward	\$ 110,144
Timothy Guest	500
Tommy Hulsey	500
TurningPoint Breast Cancer Rehabilitation	900
West Forsyth High School	1,200
Whitlow Elementary School	<u>4,401</u>
	<u><u>\$ 117,645</u></u>

SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.
SCHEDULE OF SCHOLARSHIPS
FOR THE YEAR ENDED DECEMBER 31, 2014

Amanda Saulnier - University of Georgia	\$ 4,000
Cole Simmons - Stanford University	4,000
David Kim - Columbia University	4,000
Jason Bick - Georgia Tech	4,000
Kaitlin Karschner - University of Georgia	4,000
Lacey Brown -University of South Carolina	4,000
Lindsey LeQuier - Auburn University	4,000
Mia Austin - University of North Georgia	4,000
Miranda Abe - University of Georgia	4,000
Priscilla Kim - University of Pennsylvania	4,000
Riley Jenkins - University of Georgia	4,000
Ryan Carr - Georgia Tech	4,000
Sathvik Namburar - John Hopkins University	4,000
	\$ 52,000

ARTICLES OF INCORPORATION
OF
SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.

ARTICLE I

The name of the Foundation is the SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC

ARTICLE II

The address of the initial registered office of the Foundation is 543 Atlanta Road, Cumming, Georgia 30040. The initial registered agent of the Foundation at such address is Michael A. Goodroe.

ARTICLE III

The name and address of the Incorporator is John J. Pershing, Jr., Tisinger, Tisinger, Vance & Greer, P C., P.O Box 2069, 100 Wagon Yard Plaza; Carrollton, Georgia 30112

ARTICLE IV

The Foundation shall not have members.

ARTICLE V

The mailing address of the initial principal office of the Foundation is 543 Atlanta Road, Cumming Georgia 30040

ARTICLE VI

The Foundation shall exist in perpetuity unless dissolved as provided in the By-Laws of the Foundation.

ARTICLE VII

The Foundation shall be a nonprofit corporation organized pursuant to the provisions of the Georgia Nonprofit Corporation Code

ARTICLE VIII

- (a) The affairs of the Foundation shall be managed by a Board of Directors. The Board of Directors shall exercise all of the powers of the Foundation, except for the adoption and amendment of the By-Laws of the Foundation, which power shall be exercised by the Board of Directors of the Sawnee Electric Membership Corporation, in Cumming, Georgia. The number, qualifications, terms of office and manner of selection of members of the Board of Directors shall be as set forth in the By-Laws of the Foundation
- (b) No person who is serving or has served as a member of the Board of Directors shall have any personal liability for monetary damages for breach of duty of care or other duty as a member of the Board of Directors; provided that this provision shall not eliminate or limit the liability of any such person:
 - (i) for an appropriation, in violation of the Director's duties, of any business opportunity of the Foundation;
 - (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law,
 - (iii) for the types of liability set forth in Section 14-3-860 through 14-3-864 of the Georgia Nonprofit Corporation Code; or
 - (iv) for any transaction from which such person received an improper personal benefit.

The limitation of liability conferred by this Article shall be in addition to and not in lieu of all other limitations, immunities, and indemnities conferred by law, the Articles and the By-Laws of the Foundation.

ARTICLE IX

The Foundation is organized and shall be operated exclusively for charitable purposes within the meaning of Sections 170 and 501(c)(3) of the United States Internal Revenue Code of 1999, as amended (or the corresponding provision of any future United States internal revenue law) and for such related purposes as may be permitted to charitable foundations which are organized under the Georgia Nonprofit Corporation Code and which are described in the aforesaid provisions of the United States Internal Revenue Code

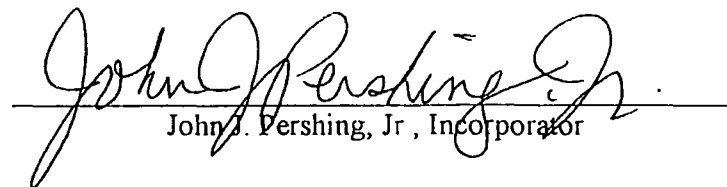
ARTICLE X

No part of the net earnings of the Foundation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Foundation. No substantial part of the activities of the Foundation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Foundation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Foundation shall not carry on any other activity not permitted to be carried on (a) by a foundation exempt from federal income tax under Section 401(c)(3) of the Internal Revenue Code of 1999 (or the corresponding provision of any future United States internal revenue law) or (b) by a foundation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1999 (or the corresponding provision of any future United States internal revenue law).

ARTICLE XI

Upon dissolution of the Foundation, the Board of Directors, after paying or making provision for the payment of all the liabilities of the Foundation, shall dispose of all of the assets of the Foundation exclusively for the purposes of the Foundation, either directly or by transfer to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1999 (or the corresponding provision if any future United States internal revenue law), as the Board of Directors shall determine. Any such assets not so disposed of by the Board of Directors shall be disposed of by the Superior Court of the County in which the principal office of the Foundation is then located, exclusively for said purposes, as said Court shall determine.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation as of the first day of September, 2002


John J. Pershing, Jr., Incorporator

CORPORATIONS DIVISION

SEP 13 2002

SECRETARY OF STATE



**BYLAWS
OF
SAWNEE ELECTRIC MEMBERSHIP
FOUNDATION, INC.**

**AS AMENDED
MAY 23, 2012**

**BYLAWS
OF
SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.**

ARTICLE I

NAME OF ORGANIZATION

The name of the corporation shall be the Sawnee Electric Membership Foundation, Inc., herein below referred to as "FOUNDATION."

ARTICLE II

PURPOSE OF ORGANIZATION

The purpose of the FOUNDATION shall be the accumulation and disbursement of funds for charitable purposes in the service area of Sawnee Electric Membership Corporation ("Sawnee EMC").

The accumulation and disbursement of funds in support of the advancement of higher education through grants to the youth of Sawnee EMC's members through a youth scholarship program is considered to be part of the charitable purposes described above.

Upon dissolution of the FOUNDATION, any remaining funds shall be distributed only for charitable purposes in accordance with applicable law.

As a nonprofit corporation organized pursuant to the provisions of the Georgia Nonprofit Corporation Code and Section 501c3 of the United States Internal Revenue Code of 1999, as amended, the FOUNDATION shall have no capital stock and no share holders, and no part of the net earnings, income, or profit of the Foundation shall inure to the benefit of or be distributable to its directors, officers, members, or other private individuals except that the FOUNDATION may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its charitable purposes.

ARTICLE III

FUNDING

The FOUNDATION shall be funded in such manner as may be promulgated by the Board of Directors of Sawnee EMC and from any other source of funds available to the said FOUNDATION.

ARTICLE IV

BOARD OF DIRECTORS

The FOUNDATION shall be administered by a nine (9) person Board of Directors. Each Director shall have their primary residential abode in one of Sawnee EMC's Directorate Districts, as the boundaries are described in the bylaws of Sawnee EMC, as amended from time to time and the Board shall have one Director from each of Sawnee's Directorate Districts.

At the initial organizational meeting of the Board of Directors, the terms for the members of the Board shall be as follows after their initial three (3) year term:

Additional One-year term (Total 4 years)

Directorate Districts 3, 5 and 8

Additional Two-year term (Total 5 years)

Directorate Districts 1, 4 and 6

Additional Three-year term (Total 6 years)

Directorate Districts 2, 7 and 9

Thereafter, the terms of office for each Board member shall be for a period of three (3) years.

After a Director's term has expired, such Board member may serve additional three (3) year terms thereafter as he /she may be reappointed to the Foundation Board by the Directors of Sawnee EMC.

ARTICLE V

QUALIFICATIONS OF BOARD MEMBERSHIP

A Board member of the FOUNDATION shall be at least eighteen (18) years of age, a permanent resident of the Sawnee EMC Directorate District from which he/she is chosen and of good moral character. Members of the Board of Directors of the FOUNDATION shall be members of or spouses of members of Sawnee EMC. No person seeking or holding a seat on the Board of Directors of Sawnee EMC or on Sawnee's Consumer Advisory Task Force (CATF) shall become or remain a member of the FOUNDATION Board.

ARTICLE VI

SELECTION OF BOARD OF DIRECTORS

The initial Board of Directors shall be designated by the Board of Directors of Sawnee EMC. Thereafter, when vacancies are to be filled or when terms expire, persons shall be named to their respective vacancies on the Board of Directors of the FOUNDATION by a vote of the Board of Directors of Sawnee EMC.

The existing Board of Directors of the FOUNDATION may make recommendations to the General Activity Committee of Sawnee EMC's Board of Directors who will in turn recommend candidate(s) for nominees for the FOUNDATION Board to Sawnee's Board of Directors.

ARTICLE VII

COMPENSATION FOR DIRECTORS

No director of the FOUNDATION shall receive compensation for serving on the Board of Directors of the FOUNDATION. Such Board members may, however, be reimbursed for mileage and out-of-pocket expenses incurred while on the business of the FOUNDATION and when such business is sanctioned by the full Board of Directors of said FOUNDATION as outlined in the policies of the FOUNDATION.

ARTICLE VIII

MEETING OF THE BOARD OF DIRECTORS

A. **REGULAR MEETING:** The Board of Directors of the FOUNDATION shall meet not less than quarterly (e.g. four (4) times per year) at a place designated by the Board of the FOUNDATION. The Board of Directors of the FOUNDATION may meet at such other times as they may deem at their discretion to be necessary.

B. **SPECIAL MEETINGS:** Special meetings of the Board of Directors of the FOUNDATION may be called by the Chairman of the Board or by any three (3) Directors and it shall thereupon be the duty of the Secretary to cause a Notice of such meeting to be given as hereafter provided. The Chairman of the Board or the Directors calling such meeting shall fix the date, time and place.

C. **NOTICE OF DIRECTORS MEETING:** Written notice of the date, time and place of regular and special meetings of the Board of Directors shall be delivered to members of the Board of the FOUNDATION not less than five (5) days prior thereto, either personally, by mail, electronically or by other reasonable means at the direction of the

Secretary, and upon default in that duty by the Secretary, then by the Chairman of the Directors calling for such meeting.

ARTICLE IX

QUORUM

A majority of the Board of Directors shall, unless otherwise designated in these Bylaws, constitute a quorum. In the event that less than a majority of the Board of Directors is present at any meeting, the majority of those Directors present may adjourn the meeting and designate a date, place and time for the next meeting under which circumstances the Secretary shall notify the absent members of the date, place and time of the next meeting.

An act of the majority of the Board of Directors present at any meeting at which a quorum is present, unless otherwise provided in these Bylaws, shall be the act of the Board of Directors of the FOUNDATION.

ARTICLE X

REMOVAL OF MEMBER OF BOARD

Any member of the Board of Directors of the FOUNDATION shall automatically cease to be a member of said Board if and in the event such member misses three (3) successive meetings within a twelve (12) month period or otherwise fails to meet the qualifications for director. This removal provision can be waived, by a majority of the member of the Board, if it is determined by the Board that such absences were 1.) for good cause and 2.) are not likely to occur in the future.

Any members of the Board of Directors of the FOUNDATION may otherwise be removed for cause from the Board by a two-thirds (2/3) vote of the entire Board of Directors of the FOUNDATION or by a 2/3 vote of the entire Sawnee EMC Board of Directors.

ARTICLE XI

OFFICERS OF THE CORPORATION

The officers of the FOUNDATION shall be a Chairman, a Vice Chairman, a Secretary and a Treasurer, and such other officers as may be determined by the Board of the FOUNDATION from time to time. For the purposes of these Bylaws, the above four (4) officers shall constitute the Executive Committee of the FOUNDATION.

ARTICLE XII

ELECTION OF OFFICERS AND TERMS OF OFFICE

The officers shall be elected annually by secret ballot by the Board of Directors at a meeting of the Board of Directors held on an annual basis after the initial organizational meeting.

The terms of office shall be for one (1) year, however, nothing shall prevent an officer from being re-elected to a single consecutive term of office. Under no circumstance shall an officer serve more than 2 consecutive terms.

ARTICLE XIII

EX OFFICIO MEMBERS OF BOARD OF DIRECTORS

The Board of Directors of Sawnee EMC shall appoint The President and Chief Executive Officer, or his designee, and may elect to appoint one (1) member of the Board of Directors of Sawnee Electric Membership Corporation, as ex officio members of the Board of Directors of the FOUNDATION.

Ex officio Directors shall have all rights and obligations of FOUNDATION directors, except that they may not vote on any matter that comes before the Board of Directors of the FOUNDATION. The FOUNDATION may from time to time have other such ex officio members of the Board of Directors of the FOUNDATION as in its discretion has been determined to be necessary and/or prudent.

ARTICLE XIV

POLICIES, RULES AND REGULATIONS

The Board of Directors of the FOUNDATION shall have the power to make and adopt such policies, rules and regulations, not inconsistent with law, the Articles of Incorporation or these Bylaws, as it may deem advisable for the management, administration and regulation of the business and affairs of the FOUNDATION and its Board of Directors.

ARTICLE XV

DUTIES OF OFFICERS

A. CHAIRMAN: The Chairman shall be the principal executive officer of the FOUNDATION and, unless otherwise determined by the Board of Directors of the FOUNDATION, shall preside at all meetings of the Board of Directors and, in general, perform all duties incidental to the office of Chairman and such other duties as may be prescribed by the Board of Directors from time to time.

B. VICE CHAIRMAN: In the absence of the Chairman, or in the event of his inability or refusal to act, the Vice Chairman shall perform the duties of the Chairman, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairman. The Vice Chairman shall also perform such other duties as from time may be assigned to the Vice Chairman by the Board of Directors of the FOUNDATION.

C. SECRETARY: The Secretary shall be responsible for the keeping of the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; be responsible for seeing that all notices are duly given in accordance with these Bylaws or as required by Law; be custodian of the FOUNDATION corporate records and of the seal of the FOUNDATION and affix the seal of the FOUNDATION to all necessary documents, the execution of which on behalf of the FOUNDATION under its seal is duly authorized in accordance with the provision of these Bylaws; have general charge of the books of the FOUNDATION; be responsible for the keeping on file at all times a complete copy of the Articles of Incorporation and Bylaws of the FOUNDATION containing all amendments thereto; and, in general, perform all duties incidental to the office of the Secretary and such other duties as from time to time may be assigned to the Secretary by the Board of Directors.

D. TREASURER: The Treasurer shall have charge and custody of and be responsible for all funds and securities of the FOUNDATION; be responsible for the receipt of and the issuance of receipts for monies due and payable to the FOUNDATION from any source whatsoever; and for the deposit of all such monies in the name of the FOUNDATION in accordance with the provisions of these Bylaws; and, in general, perform all the duties incidental to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Board of Directors.

ARTICLES XVI

CHECK SIGNING

Any and all checks issued by the FOUNDATION, for any purpose, shall be signed by two (2) officers or one (1) such other person or two (2) such other persons as may be designated by the Board of Directors as having check signing authority, each of whom shall be bonded for not less than \$100,000.00.

ARTICLE XVII

DISBURSEMENT OF FUNDS

Except as otherwise provided by these Bylaws, the Board of Directors of the FOUNDATION shall have the full and sole responsibility for the disbursement of monies of the FOUNDATION in accordance with these Bylaws, agreements governing the FOUNDATION and such policies as may be adopted by the Board of Directors of the FOUNDATION.

Prior to the consideration by the Board of Directors of the FOUNDATION of any disbursement, members(s) of the Board of Directors of the FOUNDATION shall disclose and explain any personal and/or business interest, connection, kinship, or other association he or she has with the person, family, group, corporation or other entity under consideration for funding by the FOUNDATION.

Such member shall excuse himself or herself from the meeting and not participate in the discussion of or voting on the disbursement.

No disbursement shall be made by the FOUNDATION that would jeopardize its tax-exempt status or the deductibility of contributions made to it.

ARTICLE XVIII

ACCUMULATION OF FUNDS

Sawnee EMC shall transfer funds collected by it or other sources for the benefit of the FOUNDATION on a regular basis, but in no event less than quarterly. The FOUNDATION may also solicit and accept contributions from other sources as deemed appropriate by the Board of Directors of the FOUNDATION.

Funds provided to the Foundation as "restricted" will be limited to the purpose outlined by the giver. Should it be determined, in the Foundation's sole view, that such restrictions are outside the best interest of the Foundation, the gift shall be rejected. Otherwise, all restrictions shall be strictly adhered to.

ARTICLE XIX

INVESTMENT OF FUNDS

The Board of Directors of the FOUNDATION shall be responsible for the funds entrusted to it and shall make such deposit and investment of said funds in a manner which is commercially reasonable and prudent and in keeping with these Bylaws, the laws of this State

and the United States, generally accepted accounting practices and the policies of the FOUNDATION.

Funds classified as restricted shall be maintained in a separate account and invested separately. Such investments shall be as prescribed by the Foundation Board.

ARTICLE XX

AMENDMENT OF BYLAWS

These Bylaws may be altered, amended, or repealed by the Board of Directors of the FOUNDATION.

No such amendment shall become effective for a period of thirty (30) days, during which time the Board of Directors of Sawnee EMC shall have the right to negate or modify any alteration, amendment or repeal that are not consistent with the charitable purposes of the FOUNDATION as determined by the Board of Directors of Sawnee EMC.

ARTICLE XXI

ACCOUNTING SYSTEM & REPORTS

The Board of Directors of the FOUNDATION shall cause to be established and maintained a complete accounting system such that is in keeping with sound financial management and more specifically as may be required by the Board of Sawnee EMC. Furthermore, the Board of Directors of the FOUNDATION shall cause to be made reports to the General Activity Committee of the Board of Directors of Sawnee EMC as well as the full Board of Directors of Sawnee EMC, on the operation and expenditures of the FOUNDATION as may be necessary and prudent, but in no case less than semi-annually.

Minutes and financial statements shall be provided to Sawnee EMC's Board of Directors and governing Board Committees within a reasonable time and usually within fifteen (15) business days following a meeting of the Board of Directors of the FOUNDATION.

ARTICLE XXII

POLITICAL CONTRIBUTIONS

No funds of the FOUNDATION shall in any fashion be used to support any candidate for political office, any political party or for any other political purpose, including the influencing of legislation.

ARTICLE XXIII

BORROWING FUNDS

The FOUNDATION shall NOT have the authority to borrow monies from any bank, savings and loan or other financial institutions or any other party for any purpose.

ARTICLE XXIV

EMERGENCY EXPENDITURE

The Executive Committee of the FOUNDATION, by a vote of at least three (3) of its four (4) members, may from time to time make expenditures on an emergency basis, in accordance with these Bylaws and policies adopted by the Board of Directors of the FOUNDATION; and in accordance with the purpose of this FOUNDATION, in an amount not exceeding ONE THOUSAND AND NO/100THS (\$1,000.00) DOLLARS, to any qualified person, family, group or organization.

Such emergency expenditure shall be fully disclosed by the Executive Committee of the FOUNDATION to the Board of Directors of the FOUNDATION at the next regular or called meeting.

ARTICLE XXV

AMOUNT OF EXPENDITURES

Unless otherwise provided by these Bylaws, and in keeping with the purpose of the FOUNDATION, the Board of Directors of the FOUNDATION may make annual expenditures of FOUNDATION funds by a majority vote of members present at a meeting and constituting a quorum. Such expenditures shall be made to qualified recipients according to rules adopted by the Board of Directors of the FOUNDATION and approved by the Board of Directors of Sawnee EMC.

ARTICLE XXVI

RETENTION OF FUNDS

To assure that the FOUNDATION maintains a reasonable level of unrestricted funds for its operation and to provide for unexpected catastrophic needs, the FOUNDATION shall accumulate and maintain a reserve fund of not less than the values outlined herein.

For a given year the reasonable level of reserve shall be the greater of five percent (5%) of the previous year's total unrestricted income from contributions or FIVE THOUSAND AND NO/100THS (\$5,000.00) DOLLARS. In no case shall the reserve be greater than SEVEN THOUSAND FIVE HUNDRED AND NO/100th (\$7,500.00) DOLLARS.

No operational expenditures or donations from unrestricted fund shall be made in any year until the minimum Reserve Fund Level for that year, as stated herein, is achieved. Thereafter, unrestricted expenditures, which bring the balance of funds held by the FOUNDATION below the Minimum Reserve Fund Level for any year, may only be made for unexpected catastrophic and operational expenditures, and then only with the approval of the majority of the Board of Directors of SAWNEE EMC.

If expenditures or donations for unexpected catastrophic and operational expenditures are made, bringing the Minimum Reserve Fund Level for any year below the Minimum Reserve Fund Level specified for that year, no further expenditures or donations shall be made until the Minimum Reserve Fund is fully restored to the level specified above.

Restricted funds shall not be held to the standard described in this section and shall be administered as prescribed by the giver and / or as outlined by the Foundation Board of Directors.

ARTICLE XXVII

PROXY VOTING

There shall not exist proxy voting at any meeting of the Board of Directors of the FOUNDATION.

ARTICLE XXVIII

AUDIT

The Board of Directors of the FOUNDATION shall, on an annual basis, cause the books and records of the FOUNDATION to be audited by a certified public accountant ("Auditor"), and a report in keeping with sound accounting principles shall be issued to the Board of Directors of the FOUNDATION and the Board of Directors of Sawnee EMC no later than 120 days beyond the close of the FOUNDATION books for the fiscal year.

The Board of Directors of the FOUNDATION may, at its sole discretion, assign the task of receiving the Auditor's report to a committee of the Board ("Audit Committee"). If so requested, the Audit Committee shall receive the annual audit report from the Auditor and report its findings to the Board of Directors of the FOUNDATION as soon as is practical, but no later than 120 days beyond the close of the FOUNDATION books as prescribed herein.

ARTICLE XXIX

FISCAL YEAR

The Fiscal Year of the FOUNDATION shall commence on the 1st day of January of each calendar year and end on the 31st day of December of each calendar year.

ADOPTED: June 20, 2002

AMENDED: May 20, 2003
May 25, 2004
November 15, 2005
February 24, 2010
February 22, 2011
May 23, 2012

SAWNEE ELECTRIC MEMBERSHIP FOUNDATION

POLICY NO. 108

SUBJECT: CONFLICT OF INTEREST – DIRECTOR

I. OBJECTIVE

- A. To provide general guidance to Sawnee Electric Membership Foundation (“Foundation”) Directors in the performance of their duties and responsibilities for the Foundation to assure the high standards of integrity, impartiality, and conduct necessary for maintaining public confidence in the operations of the Foundation.
- B. To establish a procedure governing conflicts of interest as they affect the Foundation’s Directors (“Directors”).
- C. To establish a procedure for the annual disclosure and monitoring of family and business relationships among Directors that could give rise to financial conflicts of interest with the Foundation.

II. DEFINITIONS

- A. A “conflict of interest” exists when a Director has a financial interest (including interests of a “Family Member”) in a matter or decision of the Foundation of such nature or magnitude as to present a reasonable prospect of a conflict between his / her personal interests and that of the Foundation, so that he / she may not be able to exercise independent and objective judgment on the matter in the best interests of the Foundation.
- B. Serving as a Director and as a member of Sawnee Electric Membership Corporation (“SEMC”) shall not constitute a “conflict of interest” subject to this Policy.
- C. “Family Member” means spouses, ancestors, siblings, children, grandchildren and great-grandchildren; and the spouses of siblings, children, grandchildren and great-grandchildren. All relationships shall include natural, adopted and whole and half blood relationships.

III. POLICY CONTENT

- A. The Board has resolved that the statements contained in the following paragraphs will serve as a guide to the Directors in overseeing and regulating the affairs of the Foundation.
 - 1. Use of Office: A Director shall refrain from any use of their respective offices for private gain for themselves or for other persons or organizations with which they are associated.

2. Use of Information: A Director shall refrain from any disclosure or use of inside information for private gain, either by direct action or by recommendations or suggestions to other persons or organizations with which they are associated. The confidentiality and proprietary nature of the Foundation's business information must be respected at all times.
3. Gain from Beneficiary Organizations: A Director shall not receive or solicit from beneficiary organizations, related organizations or other persons having business with the Foundation, anything of value such as a gift, loan, favor or gratuity for themselves or any other persons or organizations with which they are associated, except:

- gifts, gratuities or favors, in value that do not create a sense of business obligation to the giver;
- gifts from family or close friends that clearly are not intended to influence a business relationship or transaction;
- business-related meals, refreshments, entertainment or travel provided that the Foundation would otherwise reimburse the expense;
- gifts of reasonable value for such occasions as promotions, birthdays, weddings, holidays or retirement;
- promotional materials such as caps, t-shirts, mugs, pens, etc.; and
- civic, charitable, educational or religious organization awards.

Any Director offered any other item of appreciable value in connection with the business of the Foundation, should immediately report the offer in accordance with the terms of the Foundation's Whistleblower Policy, Policy 301.

Any Director who is unsure whether a potential or actual conflict of interest exists, or whether a particular activity would violate this policy, should ask either the Board's appointed Attorney, or the President and Chief Executive Officer of Sawnee EMC ("CEO").

4. Decisions Which Pose a Conflict of Interest: A Director shall make full disclosure to the Chairman of the Board, any facts which may indicate a conflict of interest. They shall disqualify themselves from the discussion of decisions which pose a conflict of interest or the appearance of a conflict of interest.
5. Disclosure Certificate. A Director must annually complete and sign the Conflict of Interest Certification and Disclosure Form attached to the Policy ("Form"), or a form substantially similar to the Form, and submit the completed and signed Form to the Foundation. The Foundation shall retain a copy of the completed Forms.
6. Financial Interest. A Director shall not acquire or have a financial interest in any property which the Foundation acquires. They also shall not have a direct

or indirect interest in a supplier, contractor, consultant or other entity with which the Foundation does business, unless such interest is disclosed to the full Board as soon as they have knowledge of such interest, and the interested Director does not participate in any way in the decision to do business with such entity. This does not prohibit the ownership of securities in a publicly owned company, or in Sawnee EMC, except in the case that a publicly owned company has a substantial amount by which they are in a position to materially influence or affect the business relationship between the Foundation and such publicly owned company. Any other interest in, or relationship with, an outside entity or individual having business dealings with the Foundation, is prohibited if this interest or relationship might tend to impair the ability of the Director to serve in the best interest of the Foundation, unless such interest is disclosed to the full Board as soon as that Director or the Chairman of the Board has knowledge of such interest and the interested Director does not participate in any way in the decision to do business with such entity.

7. Family Interests. If a Family Member of a Director has a financial interest as specified above, such interest shall be fully disclosed to the full Board, and the Board shall decide if such interest should prevent the Foundation from providing a grant to, entering into a particular transaction and/or purchase or employment of services. The Director with the interested Family Member shall not participate in any way in the decision to provide a grant to, or do business with, such Family Member or entity.
8. Disqualification. Should a Director not comply with this policy, the full Board, with advice of counsel, shall evaluate the various options and determine the appropriate course of action.
9. Review of Disclosure Certifications. Annually, the Executive Committee of the Board of Directors of the Foundation shall review the Forms and monitor the compliance with this Policy.

IV. RESPONSIBILITY

- A. It is the Chairman of the Board's responsibility to provide assistance to the Board to assure compliance with this Policy.
- B. It is the responsibility of the Board to review compliance with this Policy and to consult with any Board Member, as the situation may require. It is also the responsibility of the Board to assure, to the extent possible, that the Foundation is not damaged or compromised because of the existence of a conflict of interest on the part of Board Member(s).

ADOPTED: February 21, 2012

EFFECTIVE: February 21, 2012

Conflict of Interest Certification and Disclosure Form

The undersigned does hereby:

1. Affirm that I have received, read, and understand the most current version of Sawnee EMC Foundation's (the "Foundation") Conflict of Interest Policy (the "Policy").
2. Agree to comply with the Policy.
3. Based upon a good faith belief, to the best of my knowledge, and except for the material facts disclosed below, certify that I currently comply with the Policy.
4. Disclose the names of the following living relatives (hereinafter, "Family Members"):
 - a. Spouse: _____
 - b. Ancestors (i.e., parents, grandparents, great-grandparents)

 - c. Siblings & their Spouses:

 - d. Children & their Spouses:

 - e. Grandchildren & their Spouses:

 - f. Great-Grandchildren and their Spouses:

- g. Disclose the names of the following additional persons whose interests I share in such a degree as to cause a potential conflict of interest with my fiduciary duty to the Foundation:

5. Disclose the following actual or potential employment, directorship, income, and financial relationships, compensation arrangements, transactions, investments or other business interests I (or a Family Member) that could create, or create the appearance of, a conflict of interest as defined in the Policy:

6. Disclose any other business relationships (such as licenses, leases, royalties, etc.) I (or a Family Member) have that could create, or create the appearance of, a conflict of interest as defined in the Policy:

7. Disclose service as an officer, director, trustee, key employee, shareholder partner or member of the following entities doing business with the Foundation:

8. Agree to disclose to the Board immediately any material facts that become known to me regarding any actual or potential employment, income, competition, conflict of interest transaction, insider pecuniary benefit, or corporate opportunity referenced in the Policy that could impact my compliance with the Policy.
9. Agree that if, pursuant to the Policy, the Board determines that I fail to comply with the Policy, then, except as provided otherwise in the Policy, the Board may disqualify me from acting on any matter on which I am deemed to have a conflict of interest, and I agree to accept the Board's decision.

Printed Name of Director

Signature of Director

Date

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

File a separate application for each return.

Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions SAWNEE ELECTRIC MEMBERSHIP FOUNDATION, INC.	Employer identification number (EIN) or 65-1166584
	Number, street, and room or suite no. If a P O box, see instructions 543 ATLANTA ROAD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CUMMING GA 30040	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

GINNY ELLIS - SAWNEE EMC
543 ATLANTA ROAD

- The books are in the care of **CUMMING**

GA 30040

Telephone No **770-887-2363**

FAX No

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach

a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/15**, to file the exempt organization return for the organization named above. The extension is for the organization's return for ☒ calendar year **2014** or

☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2014)

DAA