** PUBLIC DISCLOSURE COPY **

Form **990**

Return of Organization Exempt From Income Tax

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

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

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

2012

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning APR 1, 2012 and ending MAR 31, 2013

B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Terminated ☐ Amended return ☐ Application pending

C Name of organization
THE TRUST FOR PUBLIC LAND

COPY FOR PUBLIC DISCLOSURE

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address) Room/suite
101 MONTGOMERY STREET 900

City, town, or post office, state, and ZIP code
SAN FRANCISCO, CA 94104

D Employer identification number
23-7222333

E Telephone number
415-495-4014

G Gross receipts $ 194,929,426.

F Name and address of principal officer: WILLIAM B. ROGERS
SAME AS C ABOVE

H(a) Is this a group return for affiliates? ☐ Yes ☒ No

H(b) Are all affiliates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)

H(c) Group exemption number ▶ 2659

I Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW.TPL.ORG

K Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation: 1972 **M** State of legal domicile: CA

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: THE TRUST FOR PUBLIC LAND AND AFFILIATES (THE TRUST) ARE CHARITABLE, NOT-FOR-PROFIT CORPORATIONS

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	16
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	382
6	Total number of volunteers (estimate if necessary)	6	296
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

		Prior Year	Current Year
Revenue			
8	Contributions and grants (Part VIII, line 1h)	96,398,195.	101,906,077.
9	Program service revenue (Part VIII, line 2g)	16,666,679.	25,579,169.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	958,790.	3,431,720.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-9,566.	-236,426.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	114,014,098.	130,680,540.
Expenses			
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	63,976,396.	53,078,546.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	30,781,204.	33,507,773.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	560,862.	669,199.
b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 9,826,947.		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	24,218,360.	32,336,716.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	119,536,822.	119,592,234.
19	Revenue less expenses. Subtract line 18 from line 12	-5,522,724.	11,088,306.

Net Assets or Fund Balances		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	285,577,366.	304,029,677.
21	Total liabilities (Part X, line 26)	104,194,973.	111,226,815.
22	Net assets or fund balances. Subtract line 21 from line 20	181,382,393.	192,802,862.

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
▶ Cynthia Sn Signature of officer — Date 11/6/13
▶ CYNTHIA SCHERER, CFO & TREASURER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ROBERT A. DOCILI	RobA	NOV 03 2013		P00303463

Firm's name ▶ HOOD & STRONG LLP — Firm's EIN ▶ 94-1254756

Firm's address ▶ 100 FIRST STREET, 14TH FLOOR
SAN FRANCISCO, CA 94105 — Phone no. 415.781.0793

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

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III .... [X]

1 Briefly describe the organization's mission:
THE TRUST FOR PUBLIC LAND CONSERVES LAND FOR PEOPLE TO ENJOY AS PARKS, GARDENS, AND OTHER NATURAL PLACES, ENSURING LIVABLE COMMUNITIES FOR GENERATIONS TO COME.

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 [X] 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 [X] 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 $ 68,934,013. including grants of $ 52,465,648.) (Revenue $ 14,354,569.)
CONSERVATION TRANSACTIONS:

THE TRUST FOR PUBLIC LAND CONSERVES LAND FOR PEOPLE TO ENJOY AS PARKS, GARDENS, TRAILS, FARMS, PLAYGROUNDS, AND NATURAL AREAS. IN THE FISCAL YEAR ENDING MARCH 31, 2013, WE HELPED STRUCTURE, NEGOTIATE, AND COMPLETE 114 CONSERVATION TRANSACTIONS, PROTECTING 121,182 ACRES IN COMMUNITIES ACROSS THE COUNTRY - INCLUDING NORTHERN CALIFORNIA'S ROYAL GORGE, HOME TO THE NATION'S LARGEST CROSS-COUNTRY SKI RESORT, AS WELL AS CROCKER MOUNTAIN IN MAINE, AND THE ELIMINATION OF OIL AND GAS LEASING RIGHTS ON 58,000 ACRES IN WYOMING'S HOBACK BASIN.

4b (Code:) (Expenses $ 16,300,663. including grants of $ 125,271.) (Revenue $ 10,272,222.)
PARKS FOR PEOPLE:

THE TRUST FOR PUBLIC LAND WORKS IN CITIES AND SUBURBS ACROSS AMERICA TO ENSURE THAT EVERYONE ENJOYS CLOSE-TO-HOME ACCESS TO A PARK OR NATURAL AREA. WE COMPLETED 21 PROJECTS IN THE FISCAL YEAR ENDING MARCH 31, 2013, INCLUDING 5 NEW PLAYGROUNDS, 8 NEW GARDENS, AND 22 FITNESS ZONE EXERCISE AREAS. WE ALSO RELEASED OUR 2013 PARKSCORE INDEX - THE MOST COMPREHENSIVE RATING SYSTEM EVER DEVELOPED TO MEASURE HOW WELL THE LARGEST U.S. CITIES ARE MEETING THE NEED FOR PARKS.

4c (Code:) (Expenses $ 3,086,180. including grants of $ 450,000.) (Revenue $ 526,135.)
CONSERVATION SERVICES:

THE TRUST FOR PUBLIC LAND APPLIES OUR NATIONAL LEADERSHIP AND EXPERTISE TO LOCAL CHALLENGES THROUGH OUR CONTINUUM OF CONSERVATION SERVICES. IN FISCAL YEAR 2013, THE TRUST FOR PUBLIC LAND'S CONSERVATION VISION SERVICE COMPLETED 13 PROJECTS TO HELP AGENCIES AND COMMUNITIES DEFINE CONSERVATION PRIORITIES, IDENTIFY LANDS TO BE PROTECTED, AND PLAN AND DESIGN PARKS AND NATURAL SPACES. OUR CONSERVATION FINANCE SERVICES HELPED PASS 25 STATE AND LOCAL BALLOT MEASURES - AN 83 PERCENT SUCCESS RATE - GENERATING $566 MILLION IN PUBLIC FUNDS FOR CONSERVATION.

4d Other program services (Describe in Schedule O.)
(Expenses $ 10,058,015. including grants of $ 37,627.) (Revenue $ 426,243.)

4e **Total program service expenses** ▶ 98,378,871.

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete *Schedule B, Schedule of Contributors*?	2	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*	3		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*	4	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*	5		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*	6		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*	7	X	
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		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*	9		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*	10	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*	11a	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*	11b	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*	11c		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*	11d	X	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	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*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		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*	12b	X	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		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*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		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*	17	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*	18	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*	19		X
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		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*	23	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 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		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*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		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*	27		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*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		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*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30	X	
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		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*	32		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*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	X	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	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*	35b		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36	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*	37		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	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	280		
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	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	382		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?		2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* (see instructions)				
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," 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 Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		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	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		7f		X
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 and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		8		
9	**Sponsoring organizations maintaining donor advised funds.**				
a	Did the organization make any taxable distributions under section 4966?		9a		
b	Did the 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?		13a		
	Note. See the instructions for additional information the organization must report on Schedule O.				
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 to any question in this Part VI .... [X]

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	16		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b	Enter the number of voting members included in line 1a, above, who are independent	1b	15		
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?	10a		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?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	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*	12a	X	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	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*	12c	X	
13	Did the organization have a written whistleblower policy?	13	X	
14	Did the organization have a written document retention and destruction policy?	14	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	15a	X	
b	Other officers or key employees of the organization	15b		X
	If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

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

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.

[X] Own website [X] Another's website [X] Upon request [ ] Other *(explain in Schedule O)*

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

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ▶

CINDY SCHERER - 415-495-4014
101 MONTGOMERY STREET, STE 900, SAN FRANCISCO, CA 94104

SEE SCHEDULE O FOR FULL LIST OF STATES

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

Check if Schedule O contains a response to any question in this Part VII .... [X]

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(1) STEPHEN BAIRD DIRECTOR	1.00	X						0.	0.	0.
(2) BRIAN M. BEITNER DIRECTOR	1.00	X						0.	0.	0.
(3) GEORGE BELL DIRECTOR	1.00	X						0.	0.	0.
(4) MARGARET L. BROWN DIRECTOR	1.00	X						0.	0.	0.
(5) PAGE KNUDSEN COWLES DIRECTOR	1.00	X						0.	0.	0.
(6) WILLIAM J. CRONON DIRECTOR	1.00	X						0.	0.	0.
(7) GEORGE P DENNY DIRECTOR	1.00	X						0.	0.	0.
(8) DOUGLAS DURST DIRECTOR	1.00	X						0.	0.	0.
(9) F. WHITNEY HATCH DIRECTOR	1.00	X						0.	0.	0.
(10) CAROLINE NIEMCZYK DIRECTOR	1.00	X						0.	0.	0.
(11) MICHAEL E. PATTERSON DIRECTOR	1.00	X						0.	0.	0.
(12) TOM REEVE DIRECTOR	1.00	X						0.	0.	0.
(13) ROY RICHARDS, JR. DIRECTOR	1.00	X						0.	0.	0.
(14) RON SIMS DIRECTOR	1.00	X						0.	0.	0.
(15) KENT J. THIRY DIRECTOR	1.00	X						0.	0.	0.
(16) SHERYL TISHMAN DIRECTOR	1.00	X						0.	0.	0.
(17) F. JEROME TONE DIRECTOR	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(18) SUSAN D. WHITING DIRECTOR	1.00	X						0.	0.	0.
(19) WILLIAM B. ROGERS PRESIDENT & CEO	40.00	X		X				318,127.	0.	35,027.
(20) HOLLY HAUGH SECRETARY & GENERAL COUNSEL	40.00			X				165,745.	0.	23,500.
(21) CHRISTOPHER KAY CHIEF OPERATING OFFICER	40.00			X				264,086.	0.	18,407.
(22) CYNTHIA SCHERER CFO & TREASURER	40.00			X				190,748.	0.	25,487.
(23) MARGIE BERMEO CHIEF PHILANTHROPY OFFICER	40.00				X			213,168.	0.	25,597.
(24) RAY CHRISTMAN SENIOR VP	40.00				X			182,003.	0.	28,355.
(25) ERNEST COOK SENIOR VP	40.00				X			180,403.	0.	31,028.
(26) JEFF DANTER SENIOR VP	40.00				X			173,147.	0.	28,067.
1b Sub-total ▶								1,687,427.	0.	215,468.
c Total from continuation sheets to Part VII, Section A ▶								1,039,680.	0.	126,321.
d Total (add lines 1b and 1c) ▶								2,727,107.	0.	341,789.

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 ▶ 71

		Yes	No
3 Did the organization list any **former** officer, director, or trustee, key employee, or highest compensated employee on line 1a? *If "Yes," complete Schedule J for such individual*	3		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*	4	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*	5		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
SHAUGER PROPERTY SERVICES, INC. 429 DODD ST., EAST ORANGE, NJ 07017	CONSTRUCTION	3,755,684.
TOMCO, INC. 212 ROUTE 15 SOUTH, WHORTON, NJ 07885	CONSTRUCTION	2,653,551.
FREDANTE CONSTRUCTION CORP., 18 WOODLEE RD., COLD SPRING HARBOR, NY 11724	CONSTRUCTION	996,660.
HATCH MOTT MACDONALD PO BOX 7777, PHILADELPHIA, PA 19175	ENVIRONMENTAL ASSESSMENT	768,233.
SITE WORKS, LLC, 150 W. 28TH ST., STE. 605, NEW YORK, NY 10001	ARCHITECT/ENGINEERIN G	393,328.

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 ▶ 26

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
(27) ROGER HOESTEREY SENIOR VP	40.00				X			180,494.	0.	30,959.
(28) BRENDA SCHICK DIR OF CONSERVATION TRANSACTIONS	40.00				X			150,114.	0.	4,725.
(29) TILY SHUE LEGAL COUNSEL	40.00					X		145,523.	0.	22,912.
(30) SEAN CONNOLLY CHIEF MARKETING OFFICER	40.00					X		137,298.	0.	14,853.
(31) KATHY DECOSTER DIRECTOR OF FEDERAL AFFAIRS	40.00					X		144,645.	0.	22,856.
(32) DON MORROW TRANSACTION DIRECTOR	40.00					X		142,115.	0.	29,807.
(33) LINDE OSTRO PHILANTHROPY DIRECTOR	40.00					X		139,491.	0.	209.
Total to Part VII, Section A, line 1c								1,039,680.		126,321.

232201
07-25-12

Part VIII **Statement of Revenue**

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c 632,574.				
	d Related organizations	1d				
	e Government grants (contributions)	1e 19,344,961.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 81,928,542.				
	g Noncash contributions included in lines 1a-1f: $ 17,795,768.					
	h **Total.** Add lines 1a-1f ▶		101,906,077.			
Program Service Revenue		Business Code				
	2 a GOVT COST REIMBURSEMENTS	900099	10,792,795.	10,792,795.		
	b MITIGATION ADVANCE USED	900099	5,694,434.	5,694,434.		
	c LANDOWNER FEE	531190	5,260,351.	5,260,351.		
	d GOVT CONTRACT FEES	900099	1,472,743.	1,472,743.		
	e TECHNICAL ASSISTANCE	541900	1,433,997.	1,433,997.		
	f All other program service revenue	531190	924,849.	924,849.		
	g **Total.** Add lines 2a-2f ▶		25,579,169.			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶		1,224,095.			1,224,095.
	4 Income from investment of tax-exempt bond proceeds ▶					
	5 Royalties ▶					
		(i) Real / (ii) Personal				
	6 a Gross rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss) ▶					
	7 a Gross amount from sales of assets other than inventory	(i) Securities 53,564,573. / (ii) Other 12,522,000.				
	b Less: cost or other basis and sales expenses	53,124,717. / 10,754,231.				
	c Gain or (loss)	439,856. / 1,767,769.				
	d Net gain or (loss) ▶		2,207,625.			2,207,625.
	8 a Gross income from fundraising events (not including $ 632,574. of contributions reported on line 1c). See Part IV, line 18	a 127,819.				
	b Less: direct expenses	b 366,681.				
	c Net income or (loss) from fundraising events ▶		-238,862.			-238,862.
	9 a Gross income from gaming activities. See Part IV, line 19	a				
	b Less: direct expenses	b				
	c Net income or (loss) from gaming activities ▶					
	10 a Gross sales of inventory, less returns and allowances	a 5,693.				
	b Less: cost of goods sold	b 3,257.				
	c Net income or (loss) from sales of inventory ▶		2,436.			2,436.
	Miscellaneous Revenue	Business Code				
	11 a					
	b					
	c					
	d All other revenue					
	e **Total.** Add lines 11a-11d ▶					
	12 **Total revenue.** See instructions. ▶		130,680,540.	25,579,169.	0.	3,195,294.

232009 12-10-12

Form **990** (2012)

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	53,078,546.	53,078,546.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	2,495,576.	1,243,811.	657,072.	594,693.
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	24,865,998.	14,617,097.	5,226,649.	5,022,252.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	561,708.	331,671.	117,207.	112,830.
9 Other employee benefits	3,455,156.	2,023,133.	729,504.	702,519.
10 Payroll taxes	2,129,335.	1,236,115.	456,726.	436,494.
11 Fees for services (non-employees):				
a Management				
b Legal	128,737.	108,510.	20,227.	
c Accounting	224,994.	6,675.	218,319.	
d Lobbying	312,932.	312,932.		
e Professional fundraising services. See Part IV, line 17	669,199.			669,199.
f Investment management fees	33,146.		33,146.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	3,121,040.	2,021,140.	746,849.	353,051.
12 Advertising and promotion	42,686.	285.	41,245.	1,156.
13 Office expenses	2,527,917.	1,439,307.	595,299.	493,311.
14 Information technology	634,948.	92,089.	481,054.	61,805.
15 Royalties				
16 Occupancy	3,471,513.	2,209,093.	646,820.	615,600.
17 Travel	1,743,562.	824,287.	449,386.	469,889.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	413,662.	157,799.	129,994.	125,869.
20 Interest	964,562.	912,042.	52,520.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	186,582.	76,844.	88,171.	21,567.
23 Insurance	641,222.	372,240.	137,537.	131,445.
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 DESIGN & CONSTRUCTION S	13,828,301.	13,828,301.		
b OTHER OPERATING EXPENSE	1,680,467.	1,106,509.	558,691.	15,267.
c APPRAISAL SERVICES	1,336,096.	1,336,096.		
d ENVIRONMENTAL ASSESSMEN	1,044,349.	1,044,349.		
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	119,592,234.	98,378,871.	11,386,416.	9,826,947.
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 ▶ [X] if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

				(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing		-187,394.	1	91,523.
	2	Savings and temporary cash investments		6,480,982.	2	1,115,088.
	3	Pledges and grants receivable, net		10,309,751.	3	18,391,361.
	4	Accounts receivable, net		9,642,050.	4	14,096,792.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L			6	
	7	Notes and loans receivable, net		4,202,666.	7	2,077,274.
	8	Inventories for sale or use			8	
	9	Prepaid expenses and deferred charges		115,956.	9	83,451.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 5,596,391.			
	b	Less: accumulated depreciation	10b 4,567,630.	1,142,323.	10c	1,028,761.
	11	Investments - publicly traded securities			11	6,246,010.
	12	Investments - other securities. See Part IV, line 11		86,079,244.	12	78,412,178.
	13	Investments - program-related. See Part IV, line 11			13	
	14	Intangible assets			14	
	15	Other assets. See Part IV, line 11		167,791,788.	15	182,487,239.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		285,577,366.	16	304,029,677.
Liabilities	17	Accounts payable and accrued expenses		13,458,339.	17	17,404,410.
	18	Grants payable			18	
	19	Deferred revenue		3,342,625.	19	8,676,669.
	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		4,357,370.	23	772,641.
	24	Unsecured notes and loans payable to unrelated third parties		33,500,288.	24	39,357,229.
	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		49,536,351.	25	45,015,866.
	26	**Total liabilities.** Add lines 17 through 25		104,194,973.	26	111,226,815.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		44,268,392.	27	38,853,595.
	28	Temporarily restricted net assets		126,368,009.	28	140,802,354.
	29	Permanently restricted net assets		10,745,992.	29	13,146,913.
		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		181,382,393.	33	192,802,862.
	34	Total liabilities and net assets/fund balances		285,577,366.	34	304,029,677.

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI ..... [X]

1	Total revenue (must equal Part VIII, column (A), line 12)	1	130,680,540.
2	Total expenses (must equal Part IX, column (A), line 25)	2	119,592,234.
3	Revenue less expenses. Subtract line 2 from line 1	3	11,088,306.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	181,382,393.
5	Net unrealized gains (losses) on investments	5	192,738.
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	139,425.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	192,802,862.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII ..... [ ]

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] 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?	2a		X
	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?	2b	X	
	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 [X] 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?	2c	X	
	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?	3a	X	
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	3b	X	

Form 990 (2012)

232012
12-10-12

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. ▶ See separate instructions.

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

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 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

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

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

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

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

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	**11g(i)**		
(ii) A family member of a person described in (i) above?	**11g(ii)**		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	**11g(iii)**		

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

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

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

Schedule A (Form 990 or 990-EZ) 2012

232021
12-04-12

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	149,769,783.	104,927,533.	101,631,086.	96,398,195.	101,906,077.	554,632,674.
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	149,769,783.	104,927,533.	101,631,086.	96,398,195.	101,906,077.	554,632,674.
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)						9,802,720.
6 **Public support.** Subtract line 5 from line 4.						544,829,954.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	149,769,783.	104,927,533.	101,631,086.	96,398,195.	101,906,077.	554,632,674.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	3,627,098.	2,266,622.	1,391,931.	1,389,990.	1,224,095.	9,899,736.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)		25,149.	55,741.	60,187.	133,512.	274,589.
11 **Total support.** Add lines 7 through 10						564,806,999.

12 Gross receipts from related activities, etc. (see instructions) | 12 | 105,910,452.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) | 14 | 96.46 %

15 Public support percentage from 2011 Schedule A, Part II, line 14 | 15 | 97.64 %

16a **33 1/3% support test - 2012.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☒

b **33 1/3% support test - 2011.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2012.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2011.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

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

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

Section A. Public Support

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No. 1545-0047

2012

Name of the organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	[X] 501(c)(3) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[ ] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

[ ] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

[X] For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year .... ▶ $ ______

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		$ 2,091,025.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2		$ 2,327,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
3		$ 5,610,000.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
4		$ 2,451,752.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
5		$ 3,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6		$ 4,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7		$ 2,335,500.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
8		$ 4,250,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
9		$ 4,645,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
10		$ 2,981,723.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	BARGAIN SALE OF 57,663 ACRES OF GAS LEASE RIGHTS IN WY	$ 2,091,025.	12/28/12
3	BARGAIN SALE OF 28,000 ACRES OF LAND (EASEMENT) IN MT	$ 4,840,000.	12/13/12
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once.) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

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

OMB No. 1545-0047

2012

Open to Public Inspection

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

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

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

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

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

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

Name of organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

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

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

2 Political expenditures ▶ $

3 Volunteer hours

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

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

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

3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No

4a Was a correction made? ☐ Yes ☐ No

b If "Yes," describe in Part IV.

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

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

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

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

4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. **Schedule C (Form 990 or 990-EZ) 2012**

LHA

232041
01-07-13

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

A Check ▶ ☐ if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)	60,952.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)	913,767.	
c Total lobbying expenditures (add lines 1a and 1b)	974,719.	
d Other exempt purpose expenditures	117,948,316.	
e Total exempt purpose expenditures (add lines 1c and 1d)	118,923,035.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.	

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000.
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000.
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)	250,000.	
h Subtract line 1g from line 1a. If zero or less, enter -0-	0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-	0.	

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ **Yes** ☐ **No**

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	**(a)** 2009	**(b)** 2010	**(c)** 2011	**(d)** 2012	**(e)** Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	790,266.	989,990.	769,927.	974,719.	3,524,902.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	127,347.	216,969.	101,247.	60,952.	506,515.

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

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

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

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

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

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

Part IV **Supplemental Information**

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

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization THE TRUST FOR PUBLIC LAND
Employer identification number 23-7222333

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate contributions to (during year)		
3	Aggregate grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? ☐ Yes ☐ No

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).
- [X] Preservation of land for public use (e.g., recreation or education)
- [X] Preservation of an historically important land area
- [X] Protection of natural habitat
- [X] Preservation of a certified historic structure
- [X] Preservation of open space

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

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	13
b	Total acreage restricted by conservation easements	2b	1,448.00
c	Number of conservation easements on a certified historic structure included in (a)	2c	1
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	0

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ 0

4 Number of states where property subject to conservation easement is located ▶ 7

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

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ 38

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ 3,758.

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)? [X] Yes ☐ No

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

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

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

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

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

(ii) Assets included in Form 990, Part X ▶ $

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

a Revenues included in Form 990, Part VIII, line 1 ▶ $

b Assets included in Form 990, Part X ▶ $

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	20,006.	20,006.	20,006.	20,006.	
b Contributions	2,960,000.				20,006.
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	2,980,006.	20,006.	20,006.	20,006.	20,006.

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

a Board designated or quasi-endowment ▶ .00 %

b Permanent endowment ▶ 100.00 %

c Temporarily restricted endowment ▶ .00 %

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

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

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

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

Part VI Land, Buildings, and Equipment. 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		2,729,041.	1,991,841.	737,200.
c Leasehold improvements		294,251.	130,203.	164,048.
d Equipment		2,173,906.	2,131,007.	42,899.
e Other		399,193.	314,579.	84,614.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				1,028,761.

Part VII Investments - Other Securities. 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) DEBT SECURITIES	78,412,178.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	78,412,178.	

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

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

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

(a) Description	(b) Book value
(1) DEPOSITS ON LAND TRANSACTIONS	707,820.
(2) INVESTMENT IN AFFILIATES	38,747,914.
(3) OTHER DEPOSITS	392,782.
(4) OPEN SPACE HOLDINGS	82,156,267.
(5) ASSETS HELD IN CHARITABLE TRUSTS	58,909,298.
(6) INTEREST RECEIVABLE	12,459.
(7) ESCROW CLEARING	1,560,699.
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 15.)* ▶	182,487,239.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) LIAB TO BENEFICIARIES OF	
(3) CHARITABLE TRUSTS	41,692,631.
(4) MITIGATION ADVANCES	2,055,232.
(5) OPTION PAYMENTS	1,268,003.
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	45,015,866.

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

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	131,684,765.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	192,738.		
b	Donated services and use of facilities	2b	302,124.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d	139,425.		
e	Add lines **2a** through **2d**			2e	634,287.
3	Subtract line **2e** from line **1**			3	131,050,478.
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	-369,938.		
c	Add lines **4a** and **4b**			4c	-369,938.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	130,680,540.

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

1	Total expenses and losses per audited financial statements			1	120,264,296.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	302,124.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d	369,938.		
e	Add lines **2a** through **2d**			2e	672,062.
3	Subtract line **2e** from line **1**			3	119,592,234.
4	Amounts included on Form 990, Part IX, line 25, but not on line **1**:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a			
b	Other (Describe in Part XIII.)	4b			
c	Add lines **4a** and **4b**			4c	0.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	119,592,234.

Part XIII Supplemental Information

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

PART II, LINE 9: EASEMENTS ACQUIRED BY THE TRUST ARE CONSERVATION EASEMENTS AND REPRESENT NUMEROUS RESTRICTIONS OVER THE USE AND DEVELOPMENT OF LAND NOT OWNED BY THE TRUST. THESE EASEMENTS GENERALLY PROVIDE THAT THE LAND WILL BE MAINTAINED UNIMPAIRED IN ITS CURRENT NATURAL, AGRICULTURAL, SCENIC OR RECREATIONAL STATE. DURING THE YEAR ENDED MARCH 31, 2013, EASEMENTS VALUED AT $41,655,000 WERE ACQUIRED AND $50,730,000 CONVEYED. DURING THE YEAR ENDED MARCH 31, 2012, EASEMENTS VALUED AT $20,569,000 WERE ACQUIRED AND $21,948,000 CONVEYED.

Part XIII Supplemental Information *(continued)*

PART X, LINE 2: THE INTERNAL REVENUE SERVICE HAS CLASSIFIED THE TRUST AS A PUBLICLY SUPPORTED, TAX-EXEMPT ORGANIZATION UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. CONTRIBUTIONS TO THE TRUST ARE DEDUCTIBLE AS ALLOWED UNDER SECTION 170(B)(1)(A)(VI) OF THE CODE. ALL AFFILIATED ORGANIZATIONS OF THE TRUST ARE ALSO QUALIFIED UNDER SECTION 501(C)(3) OF THE IRS CODE WITH THE EXCEPTION OF THE CONSERVATION CAMPAIGN, WHICH IS CLASSIFIED AS A 501(C)(4) ORGANIZATION. CONTRIBUTIONS TO THE CONSERVATION CAMPAIGN ARE NOT TAX DEDUCTIBLE.

MANAGEMENT EVALUATED THE TRUST'S TAX POSITIONS AND CONCLUDED THAT THE TRUST HAD MAINTAINED ITS TAX EXEMPT STATUS AND HAD NOT TAKEN UNCERTAIN TAX POSITIONS THAT REQUIRED ADJUSTMENT TO THE FINANCIAL STATEMENTS. WITH FEW EXCEPTIONS, THE TRUST IS NO LONGER SUBJECT TO INCOME TAX EXAMINATIONS BY THE U.S. FEDERAL, STATE, OR LOCAL TAX AUTHORITIES FOR YEARS BEFORE 2009.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

CHANGE IN VALUE OF SPLIT INTEREST TRUSTS	1,038,183.
CHANGE IN VALUE OF LAND HOLDINGS	-529,000.
INVESTMENT IN AFFILIATES	275,817.
UNCOLLECTIBLE GRANTS	-645,575.
TOTAL TO SCHEDULE D, PART XI, LINE 2D	139,425.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

SPECIAL EVENTS DIRECT EXPENSES	-366,681.
COST OF GOODS SOLD	-3,257.
TOTAL TO SCHEDULE D, PART XI, LINE 4B	-369,938.

Part XIII Supplemental Information *(continued)*

PART XII, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENTS DIRECT EXPENSES	366,681.
COST OF GOODS SOLD	3,257.
TOTAL TO SCHEDULE D, PART XII, LINE 2D	369,938.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

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

OMB No. 1545-0047
2012
Open To Public Inspection

Name of the organization: THE TRUST FOR PUBLIC LAND
Employer identification number: 23-7222333

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

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

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

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? [X] Yes [ ] No

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
TER MOLEN WATKINS & BRANDT, LLC - 2 NORTH RIVERSIDE	PROJECT FUNDRAISING		X	3,555,000.	15,757.	3,539,243.
CHAPMAN, CUBINE, ADAMS - 1600 WILSON BLVD, STE 300,	ANNUAL FUND		X	2,544,800.	398,121.	2,146,679.
BENTZ, WHALEY, FLESSNER - 7251 OHMS LN, MINNEAPOLIS, MN	COMPREHENSIVE CAMPAIGN		X	1,946,900.	51,607.	1,895,293.
PHYLLIS SHAPIRO - 25 CHAMBERLAIN RD, FLEMINGTON,	GRANT WRITING		X	474,000.	78,000.	396,000.
DALZELL PRODUCTIONS - 1115 BROADWAY, 12TH FLOOR, NEW	EVENT PRODUCTION		X	145,900.	72,818.	73,082.
MARTS & LUNDY, INC - 1200 WALL ST WEST, LYNDHURST, NJ	FEASIBILITY AND RESEARCH		X	50,200.	17,693.	32,507.
ROSEMARY LUCIER - 1552 GREEN ST, SAN FRANCISCO, CA 94123	PHILANTHROPY SUPPORT		X	5,121.	12,105.	-6,984.
WEALTHENGINE.COM - 4330 EAST WEST HIGHWAY, BETHESDA, MD	PHILANTHROPY RESEARCH		X	0.	16,350.	-16,350.
Total ▶				8,721,921.	662,451.	8,059,470.

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

AL,AK,AZ,AR,CA,CO,CT,DE,FL,GA,HI,ID,IL,IN,IA,KS,KY,LA,ME,MD,MA,MI,MN,MS,MO
MT,NE,NV,NH,NJ,NM,NY,NC,ND,OH,OK,OR,PA,RI,SC,SD,TN,TX,UT,VT,VA,WA,WV,WI,WY

SEE PART IV FOR CONTINUATIONS

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

		(a) Event #1 SEATTLE 40TH ANNIVERSARY (event type)	(b) Event #2 ATLANTA MAKE YOUR MARK (event type)	(c) Other events 4 (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts	283,188.	224,698.	252,507.	760,393.
	2 Less: Contributions	216,938.	197,603.	218,033.	632,574.
	3 Gross income (line 1 minus line 2)	66,250.	27,095.	34,474.	127,819.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes		291.	6,375.	6,666.
	6 Rent/facility costs	34,487.	16,483.	9,858.	60,828.
	7 Food and beverages	74,526.	15,305.	11,508.	101,339.
	8 Entertainment	42,895.	2,500.	4,520.	49,915.
	9 Other direct expenses	129,650.	11,100.	7,183.	147,933.
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				(366,681.)
	11 Net income summary. Combine line 3, column (d), and line 10 ▶				-238,862.

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

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

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

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

b If "No," explain: ____

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

b If "Yes," explain: ____

11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in:

a The organization's facility 13a %

b An outside facility 13b %

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

Name ▶

Address ▶

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

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

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

Name ▶

Address ▶

16 Gaming manager information:

Name ▶

Gaming manager compensation ▶ $

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions:

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

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

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

SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:

(I) NAME OF FUNDRAISER: TER MOLEN WATKINS & BRANDT, LLC

(I) ADDRESS OF FUNDRAISER:

2 NORTH RIVERSIDE PLAZA, STE 1030, CHICAGO, IL 60606

(I) NAME OF FUNDRAISER: CHAPMAN, CUBINE, ADAMS

(I) ADDRESS OF FUNDRAISER: 1600 WILSON BLVD, STE 300, ARLINGTON, VA 22209

Part IV Supplemental Information *(continued)*

(I) NAME OF FUNDRAISER: BENTZ, WHALEY, FLESSNER

(I) ADDRESS OF FUNDRAISER: 7251 OHMS LN, MINNEAPOLIS, MN 55439

(I) NAME OF FUNDRAISER: PHYLLIS SHAPIRO

(I) ADDRESS OF FUNDRAISER: 25 CHAMBERLAIN RD, FLEMINGTON, NJ 08822

(I) NAME OF FUNDRAISER: DALZELL PRODUCTIONS

(I) ADDRESS OF FUNDRAISER: 1115 BROADWAY, 12TH FLOOR, NEW YORK, NY 10010

(I) NAME OF FUNDRAISER: MARTS & LUNDY, INC

(I) ADDRESS OF FUNDRAISER: 1200 WALL ST WEST, LYNDHURST, NJ 07071

(I) NAME OF FUNDRAISER: WEALTHENGINE.COM

(I) ADDRESS OF FUNDRAISER: 4330 EAST WEST HIGHWAY, BETHESDA, MD 20814

SCHEDULE I (Form 990)

Department of the Treasury Internal Revenue Service

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

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

▶ Attach to Form 990.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: THE TRUST FOR PUBLIC LAND

Employer identification number: 23-7222333

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CITY OF PORTLAND 389 CONGRESS ST. PORTLAND, ME 04101		CITY OF PORTLAND	7,000.	0.			CANCO WOODS
CLEVELAND METROPARKS 4101 FULTON RD. CLEVELAND, OH 44144		CITY OF CLEVELAND	200,000.	0.			COMMODORE CLUB MARINA
CONFEDERATED SALISH & KOOTENAI TRIBES - PO BOX 278 - PABLO, MT 59885		SALISH & KOOTENAI TR	35,000.	0.			METCALF LAKE
AMERICAN RIVERS 321 E. MAIN ST, SUITE 408 BOZEMAN, MT 59715	23-7305963	501(C)(3)	10,000.	0.			SAVE THE HOBACK
BROOKLYN QUEENS LAND TRUST 677 LAFAYETTE AVE. BROOKLYN, NY 11216	61-1441052	501(C)(3)	25,000.	0.			LAND TRUST START UP FUND
BUFFALO BAYOU PARTNERSHIP 1113 VINE ST, SUITE 200 HOUSTON, TX 77002	76-0183954	501(C)(3)	7,761.	0.			SIGNAGE FOR BUFFALO BAYOU

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 80.

3 Enter total number of other organizations listed in the line 1 table ▶ 4.

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule I (Form 990) (2012)**

232101 12-18-12

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CITY PARKS ALLIANCE 355 LEXINGTON AVE, SUITE 1001 NEW YORK, NY 10017	80-0015566	501(C)(3)	6,000.	0.			EXHIBITORS/URBAN PARKS CONFERENCE
COLORADO CATTLEMAN'S AGRICULTURAL LAND TRUST - 8833 RALSTON RD. - ARVADA, CO 80002	84-1317592	501(C)(3)	103,366.	0.			SAGUACHE HAY, SHEEP CREEK RANCH, EVENT
COLORADO OPEN LANDS FOUNDATION 274 UNION BLVD, STE 320 LAKEWOOD, CO 80228	84-0866211	501(C)(3)	49,720.	0.			COLD SPRING RANCH PHASE I, MARRS
FLORIDA'S WATER & LEGACY 316 WILLIAM ST. TALLAHASSEE, FL 32303	46-0560492	501(C)(4)	50,000.	0.			FLORIDA'S WATER AND LAND
FORTERRA NW 901 5TH AVE, SUITE 2200 SEATTLE, WA 98164	94-3112461	501(C)(3)	42,512.	0.			REVENUE SHARING
FRIENDS OF THE DESERT MOUNTAINS PO BOX 1281 PALM DESERT, CA 92261	33-0241242	501(C)(3)	12,000.	0.			SUPPORT FOR CHARITABLE WORKS
GENESSEE LAND TRUST 46 PRINCE ST, SUITE LL005 ROCHESTER, NY 14607	22-3033712	501(C)(3)	92,417.	0.			BIG WOODS STEWARDSHIP
HARDING LAND TRUST PO BOX 576 NEW VERNON, NJ 07976	22-3084414	501(C)(3)	50,000.	0.			PRIMROSE/HARDING
LAND TRUST ALLIANCE PO BOX 33355 RALEIGH, NC 27636	04-2751357	501(C)(3)	13,000.	0.			LAND TRUST RALLY, GOM COAST LAND CONVENTION

Schedule I (Form 990)

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

(a) Name and address of organization or government	**(b)** EIN	**(c)** IRC section if applicable	**(d)** Amount of cash grant	**(e)** Amount of non-cash assistance	**(f)** Method of valuation (book, FMV, appraisal, other)	**(g)** Description of non-cash assistance	**(h)** Purpose of grant or assistance
LAND TRUST OF THE UPPER ARKANSAS 128 E. FIRST ST, STE 201 SALIDA, CO 81201	84-1594923	501(C)(3)	27,500.	0.			HEADWATERS RANCH
MIDLRED HELMS PARK RESURRECTION COMMITTEE INC. - PO BOX 3583 - NEWARK, NJ 07103	01-0619649	501(C)(3)	11,987.	0.			SUMMER YOUTH PROGRAM
MILL RIVER COLLABORATIVE 888 WASHINGTON BLVD STAMFORD, CT 06904	06-1507648	501(C)(3)	20,000.	0.			MILL RIVER COOPERATIVE
PORTLAND TRAILS 305 COMMERCIAL ST PORTLAND, ME 04101	01-0463028	501(C)(3)	7,000.	0.			PORTLAND TRAIL
RAILYARD STEWARDS 805 EARLY ST, 204B SANTA FE, NM 87505	32-0312957	501(C)(3)	100,000.	0.			SANTA FE RAILYARD
RIVER NETWORK 209 SW OAK ST, SUITE 300 PORTLAND, OR 97204	93-0969979	501(C)(3)	6,750.	0.			RIVER NETWORK PROJECTS
SAVE BARNEGAT BAY 512 CARROL FAX ROAD BRICK, NJ 08724	23-7172279	501(C)(3)	5,999.	0.			SAVE BARNEGAT BAY
THE CONSERVATION CAMPAIGN 10 MILK ST, STE. 810 BOSTON, MA 02108	04-3515341	501(C)(4)	328,250.	0.			GENERAL OPERATING SUPPORT - LOBBYING
THE FLORIDA CONSERVATION CAMPAIGN C/O TPL 306 NORTH MONROE ST TALLAHASSEE, FL 32361	04-3515341	501(C)(4)	60,000.	0.			FCC CHARITABLE GRANT

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE VITAL GROUND FOUNDATION BUILDING T - S, FORT MISSOULA ROAD MISSOULA, MT 59804	87-0483446	501(C)(3)	40,000.	0.			STIMSON TROY
THE WILDERNESS SOCIETY PO BOX 97231 WASHINGTON, DC 20077	53-0167933	501(C)(3)	61,500.	0.			HOBACK/GREAT OUTDOOR AMERICA/WILLIAM & FLORA
VERMONT LAND TRUST 8 BAILEY AVE MONTPELIER, VT 05602	03-0264836	501(C)(3)	46,000.	0.			MILLSTONE HILL
WYOMING OUTDOOR COUNCIL 262 LINCOLN ST LANDER, WY 82520	91-1531234	501(C)(3)	20,000.	0.			MTSG ANNUAL EVENT
BACK COUNTRY LAND TRUST PO BOX 1148 ALPINE, CA 91903	93-1060214	501(C)(3)	0.	365,500.	APPRAISAL	DONATION OF 292 ACRES OF LAND IN CA	LAND CONSERVATION
BOARD OF TRUSTEES OF THE INTERNAL IMPROVEMENT TRUST FUND OF THE STATE OF FL - 3900 COMMONWEALTH BLVD - TALLAHASSEE, FL 32399		STATE OF FLORIDA	0.	2,470,000.	APPRAISAL	DONATION OF 1,542 ACRES OF LAND IN FL	LAND CONSERVATION
BOARD OF TRUSTEES OF THE INTERNAL IMPROVEMENT TRUST FUND OF THE STATE OF FL - 3900 COMMONWEALTH BLVD - TALLAHASSEE, FL 32399		STATE OF FLORIDA	0.	2,455,000.	APPRAISAL	DONATION OF 2338.09 ACRES OF LAND (EASEMENT) IN FL	LAND CONSERVATION
BROOKLYN ALLIANCE OF NEIGHBORHOOD GARDENS LAND TRUST - 540 PRESIDENT ST 1C - BROOKLYN, NY 11215	27-4620010	501(C)(3)	0.	453,799.	APPRAISAL	DONATION OF PUBLIC GARDENS IN NY	LAND CONSERVATION
BUREAU OF LAND MANAGEMENT, WYOMING STATE OFFICE - 5353 YELLOWSTONE ROAD - CHEYENNE, WY 82009		BUREAU OF LAND MGMT	0.	8,361,500.	APPRAISAL	DONATION OF 47,780 ACRES OF LAND (GAS LEASES) IN WY	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CA DEPT OF FISH & GAME 1701 NIMBUS ROAD RANCHO CORDOVA, CA 95670		STATE OF CALIFORNIA	0.	540,000.	APPRAISAL	BARGAIN SALE OF 810 ACRES OF LAND (EASEMENT) IN CA	LAND CONSERVATION
CHESAPEAKE BAY FOUNDATION 6 HERNDON AVE ANNAPOLIS, MD 21403	52-6065757	501(C)(3)	0.	1,000,000.	APPRAISAL	BARGAIN SALE OF 10.3 ACRES OF LAND IN VA	LAND CONSERVATION
CITY & COUNTY OF HONOLULU 530 SOUTH KING ST, ROOM 306 HONOLULU, HI 96813		CITY OF HONOLULU	0.	1,344,000.	APPRAISAL	BARGAIN SALE OF 1,718 ACRES OF LAND (EASEMENT) IN HI	LAND CONSERVATION
CITY OF LOS ANGELES DEPT OF RECREATION & PARKS - 221 N. FIGUEROA ST, STE 100 - LOS ANGELES, CA 90012		CITY OF LOS ANGELES	0.	265,000.	APPRAISAL	BARGAIN SALE OF 0.26 ACRES OF LAND IN CA	LAND CONSERVATION
CITY OF PORTLAND CITY HALL, 389 CONGRESS ST PORTLAND, ME 04101		CITY OF PORTLAND	0.	545,000.	APPRAISAL	BARGAIN SALE OF 13.7 ACRES OF LAND IN ME	LAND CONSERVATION
CITY OF PRIOR LAKE 4646 DAKOTA ST SE PRIOR LAKE, MN 55372		CITY OF PRIOR LAKE	0.	41,500.	APPRAISAL	BARGAIN SALE OF 18.14 ACRES OF LAND IN MN	LAND CONSERVATION
CITY OF RALEIGH PO BOX 590 RALEIGH, NC 27602		CITY OF RALEIGH	0.	565,000.	APPRAISAL	BARGAIN SALE OF 2.59 ACRES OF LAND IN NC	LAND CONSERVATION
CITY OF SANDY SPRINGS 7840 ROSWELL ROAD, BLDG 50 SANDY SPRINGS, GA 30350		CITY OF SANDY SPRGS	0.	216,000.	APPRAISAL	DONATION OF 2 ACRES OF LAND IN GA	LAND CONSERVATION
CLEVELAND METROPARKS 4101 FULTON RD CLEVELAND, OH 44144-1973		CITY OF CLEVELAND	0.	433,000.	APPRAISAL	BARGAIN SALE OF 2.07 ACRES OF LAND IN OH	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CO CATTLEMEN'S AGRICULTURAL LAND TRUST - 8833 RALSTON ROAD - ARVADA, CO 80002	84-1317592	501(C)(3)	0.	1,367,500.	APPRAISAL	DONATION OF 1,060 ACRES OF LAND (EASEMENT) IN CO	LAND CONSERVATION
CO CATTLEMEN'S AGRICULTURAL LAND TRUST - 8833 RALSTON ROAD - ARVADA, CO 80002	84-1317592	501(C)(3)	0.	419,000.	APPRAISAL	DONATION 320 ACRES OF LAND (EASEMENT) IN CO	LAND CONSERVATION
COLORADO CATTLEMEN'S AGRICULTURAL LAND TRUST - 8833 RALSTON ROAD - ARVADA, CO 80002	84-1317592	501(C)(3)	0.	664,000.	APPRAISAL	DONATION OF 538 ACRES OF LAND (EASEMENT) IN CO	LAND CONSERVATION
COLORADO OPEN LANDS 274 UNION BLVD, STE 320 LAKEWOOD, CO 80228	84-0866211	501(C)(3)	0.	1,550,000.	APPRAISAL	DONATION OF 191 ACRES OF LAND (EASEMENT) IN CO	LAND CONSERVATION
COMMONWEALTH OF PA, DEPT OF CONSERVATION & NATURAL RESOURCES FACILITY DESIG - PO BOX 8451 - HARRISBURG, PA 17105-8451		STATE OF PENNSYLVANI	0.	1,270,000.	APPRAISAL	DONATION OF 310 ACRES OF LAND IN PA	LAND CONSERVATION
CONFEDERATED SALISH & KOOTENAI TRIBES - PO BOX 278 - PABLO, MT 59885		SALISH & KOOTENAI TR	0.	87,000.	APPRAISAL	BARGAIN SALE OF 400 ACRES OF LAND IN MT	LAND CONSERVATION
COUNTY OF ANOKA 550 BUNKER LAKE BLVD ANDOVER, MN 55304		COUNTY OF ANOKA	0.	67,000.	APPRAISAL	BARGAIN SALE OF 345.35 ACRES OF LAND IN MN	LAND CONSERVATION
COUNTY OF BERGEN ONE BERGEN COUNTY PLAZA, 4TH FL HACKENACK, NJ 07601-7076		COUNTY OF BERGEN	0.	45,000.	APPRAISAL	BARGAIN SALE OF 13.86 ACRES OF LAND IN NJ	LAND CONSERVATION
COUNTY OF MAUI KALANA O MAUI BUILDING, 200 S. HIGH WAILUKU, MAUI, HI 96793		COUNTY OF MAUI	0.	1,004,000.	APPRAISAL	BARGAIN SALE OF 63.7 ACRES OF LAND IN HI	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
HARDING LAND TRUST PO BOX 576 NEW VERNON, NJ 07976	22-3084414	501(C)(3)	0.	458,750.	APPRAISAL	BARGAIN SALE OF 97.5 ACRES OF LAND IN NJ	LAND CONSERVATION
HARDING TOWNSHIP 21 BLUE MILL RD NEW VERNON, NJ 07976		HARDING TOWNSHIP	0.	677,083.	APPRAISAL	DONATION 126.4 ACRES OF LAND (EASEMENT) IN NJ	LAND CONSERVATION
HARDING TOWNSHIP 21 BLUE MILL RD NEW VERNON, NJ 07976		HARDING TOWNSHIP	0.	56,250.	APPRAISAL	BARGAIN SALE OF 16.4 ACRES OF LAND IN NJ	LAND CONSERVATION
LAND TRUST OF THE UPPER ARKANSAS 128 E. FIRST ST SUITE 201 SALIDA, CO 81201	84-1594923	501(C)(3)	0.	1,060,000.	APPRAISAL	DONATION OF 175 ACRES OF LAND (EASEMENT) IN CO	LAND CONSERVATION
MAIKA'I KAMAKANI ' O KOHALA, INC PO BOX 40 KAPA'AU, HI 96755	91-2153058	501(C)(3)	0.	307,610.	APPRAISAL	BARGAIN SALE OF 27.55 ACRES OF LAND IN HI	LAND CONSERVATION
MECKLINBURG COUNTY, REAL ESTATE SERVICES - 3205 FREEDOM DR STE 101 - CHARLOTTE, NC 28208		MECKLINBURG COUNTY	0.	150,000.	APPRAISAL	BARGAIN SALE OF 48.45 ACRES OF LAND IN NC	LAND CONSERVATION
MECKLINBURG COUNTY, REAL ESTATE SERVICES - 3205 FREEDOM DR STE 101 - CHARLOTTE, NC 28208		MECKLINBURG COUNTY	0.	97,000.	APPRAISAL	BARGAIN SALE OF 89.45 ACRES OF LAND IN NC	LAND CONSERVATION
MT DEPT OF FISH, WILDLIFE, PARKS PO BOX 200701 HELENA, MT 59620		MT DEPT OF FISH, WIL	0.	4,940,000.	APPRAISAL	BARGAIN SALE OF 28,000 ACRES OF LAND (EASEMENT) IN MT	LAND CONSERVATION
NATIONAL PARK SERVICE 601 RIVERFRONT DRIVE OMAHA, NE 68102		US NATL PARK SERVICE	0.	617,150.	APPRAISAL	DONATION 59.65 ACRES OF LAND IN OH	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NY STATE DEPT OF ENVIRONMENTAL CONSERVATION - 625 BROADWAY - ALBANY, NY 12233		STATE OF NEW YORK	0.	5,260,000.	APPRAISAL	DONATION OF 42.74 ACRES OF LAND (EASEMENT) IN NY	LAND CONSERVATION
OFFICE OF HAWAIIAN AFFAIRS 711 KAPIOLANI BLVD STE 500 HONOLULU, HI 96813		STATE OF HAWAII	0.	2,110,000.	APPRAISAL	BARGAIN SALE OF 511 ACRES OF LAND IN HI	LAND CONSERVATION
PLAINS CONSERVATION CENTER 21901 E. HAMPDEN AVE AURORA, CO 80013	84-1009399	501(C)(3)	0.	658,000.	APPRAISAL	BARGAIN SALE OF 1,083 ACRES OF LAND IN CO	LAND CONSERVATION
STATE OF HI AGRIBUSINESS DEVELOPMENT CORP - 235 SOUTH BERETANIA ST RM 205 - HONOLULU, HI 96813		STATE OF HAWAII	0.	1,546,000.	APPRAISAL	BARGAIN SALE OF 1,207 ACRES OF LAND IN HI	LAND CONSERVATION
STATE OF NJ DEPARTMENT OF ENVIRONMENTAL PROTECTION - 401 EAST STATE STREET - TRENTON, NJ 08625		STATE OF NEW JERSEY	0.	321,380.	APPRAISAL	BARGAIN SALE OF 646 ACRES OF LAND IN NJ	LAND CONSERVATION
STATE OF VT AGENCY OF NATURAL RESOURCES, DEPT OF FORESTS, PARKS & REC - 103 S. MAIN ST - WATERBURY, VT 05671		STATE OF VERMONT	0.	165,000.	APPRAISAL	BARGAIN SALE OF 28 ACRES OF LAND IN VT	LAND CONSERVATION
TECUMSEH LAND TRUST PO BOX 417 YELLOW SPRINGS, OH 45387	31-1313236	501(C)(3)	0.	236,835.	APPRAISAL	BARGAIN SALE OF 536 ACRES OF LAND (EASEMENT) IN OH	LAND CONSERVATION
THE CHELAN-DOUGLAS LAND TRUST PO BOX 4461 WENATCHEE, WA 98807	91-1331348	501(C)(3)	0.	1,200,000.	APPRAISAL	BARGAIN SALE OF 302 ACRES OF LAND IN WA	LAND CONSERVATION
THE CITY OF SEMINOLE 9199 113TH ST SEMINOLE, FL 33772		CITY OF SEMINOLE	0.	115,000.	APPRAISAL	BARGAIN SALE OF 8.08 ACRES OF LAND IN FL	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
THE NEW HAMPSHIRE FISH & GAME DEPT 11 HAZEN DRIVE CONCORD, NH 03301		NH FISH & GAME DEPT	0.	2,475,000.	APPRAISAL	DONATION OF 934 ACRES OF LAND IN NH	LAND CONSERVATION
THE TOWNSHIP OF ABERDEEN ONE ABERDEEN SQUARE ABERDEEN, NJ 07747		TOWNSHIP OF ABERDEEN	0.	458,750.	APPRAISAL	BARGAIN SALE OF 20.48 ACRES OF LAND IN NJ	LAND CONSERVATION
TOWN OF BARRE 149 WEBSTERVILLE ROAD, POB 149 WEBSTERVILLE, VT 05678		TOWN OF BARRE	0.	623,000.	APPRAISAL	BARGAIN SALE OF 355 ACRES OF LAND IN VT	LAND CONSERVATION
TOWN OF DURHAM 15 NEWMARKET ROAD DURHAM, NH 03824		TOWN OF DURHAM	0.	1,230,800.	APPRAISAL	BARGAIN SALE OF 171.5 ACRES OF LAND IN NH	LAND CONSERVATION
TOWN OF HOPKINTON 18 MAIN ST, 2ND FL HOPKINTON, MA 01748		TOWN OF HOPKINTON	0.	300,000.	APPRAISAL	BARGAIN SALE OF 81.18 ACRES OF LAND IN MA	LAND CONSERVATION
TOWNSHIP OF JEFFERSON 1033 WELDON ROAD LAKE HOPATCONG, NJ 07849		TOWNSHIP OF JEFFERSO	0.	93,906.	APPRAISAL	BARGAIN SALE OF 189 ACRES OF LAND IN NJ	LAND CONSERVATION
US AIR FORCE 2261 HUGHES AVE STE 121 LACKLAND, TX 78236		US AIR FORCE	0.	200,000.	APPRAISAL	BARGAIN SALE OF 810 ACRES OF LAND (EASEMENT) IN CA	LAND CONSERVATION
US DEPT OF DEFENSE 1220 PACIFIC HIGHWAY SAN DIEGO, CA 92132		US DEPT OF DEFENSE	0.	12,500.	APPRAISAL	BARGAIN SALE OF 623.83 ACRES OF LAND (EASEMENT) IN CA	LAND CONSERVATION
US NATIONAL PARK SERVICES PO BOX 710 ST. JOHN, VI 00831		US NATL PARKS SVC	0.	448,000.	APPRAISAL	BARGAIN SALE OF 0.55 ACRES OF LAND IN VI	LAND CONSERVATION

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
US NATIONAL PARK SERVICES PO BOX 710 ST. JOHN, VI 00831		US NATL PARKS SVC	0.	380,000.	APPRAISAL	BARGAIN SALE OF 0.5 ACRES OF LAND IN VI	LAND CONSERVATION
US FOREST SERVICE 333 BROADWAY SE ALBUQUERQUE, NM 87102		US FOREST SERVICE	0.	426,000.	APPRAISAL	BARGAIN SALE OF 1,742 ACRES OF LAND IN NM	LAND CONSERVATION
US FOREST SERVICE 1755 CLEVELAND HWY GAINESVILLE, GA 30501		US FOREST SERVICE	0.	225,000.	APPRAISAL	BARGAIN SALE OF 6.68 ACRES OF LAND IN GA	LAND CONSERVATION
US FISH AND WILDLIFE SERVICE 500 GOLD ST SW ALBUQUERQUE, NM 87102		US FISH & WILDLIFE	0.	500,000.	APPRAISAL	DONATION OF 38.45 ACRES OF LAND IN NM	LAND CONSERVATION
US FISH AND WILDLIFE SERVICE PO BOX 240 ERROL, NH 03579		US FISH & WILDLIFE	0.	37,800.	APPRAISAL	BARGAIN SALE OF LAND (EASEMENT) IN NH	LAND CONSERVATION
WILLAMALANE PARK & REC DISTRICT 250 S. 32ND ST SPRINGFIELD, OR 97478		LANE COUNTY	0.	30,000.	APPRAISAL	BARGAIN SALE OF 175.76 ACRES OF LAND IN OR	LAND CONSERVATION

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

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

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

SCHEDULE I, PART I, LINE 2: GRANTEES ADHERE TO MONITORING AND REPORTING REQUIREMENTS ASSOCIATED WITH GRANTS FROM THE TRUST FOR PUBLIC LAND.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: THE TRUST FOR PUBLIC LAND

Employer identification number 23-7222333

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e.g., maid, chauffeur, chef)			
b	If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	**1b**		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	**2**		
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☐ Compensation committee ☐ Written employment contract ☒ Independent compensation consultant ☐ Compensation survey or study ☒ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	**4a**		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**		X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	**4c**		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	**5a**		X
b	Any related organization?	**5b**		X
	If "Yes" to line 5a or 5b, describe in Part III.			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	**6a**		X
b	Any related organization?	**6b**		X
	If "Yes" to line 6a or 6b, describe in Part III.			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		X
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	**8**		X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	**9**		

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

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

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

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation reported as deferred in prior Form 990
		(i) Base compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
(1) WILLIAM B. ROGERS	(i)	318,127.	0.	0.	9,646.	25,381.	353,154.	0.
PRESIDENT & CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) HOLLY HAUGH	(i)	165,745.	0.	0.	5,093.	18,407.	189,245.	0.
SECRETARY & GENERAL COUNSEL	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) CHRISTOPHER KAY	(i)	264,086.	0.	0.	0.	18,407.	282,493.	0.
CHIEF OPERATING OFFICER	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) CYNTHIA SCHERER	(i)	190,748.	0.	0.	5,832.	19,655.	216,235.	0.
CFO & TREASURER	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) MARGIE BERMEO	(i)	213,168.	0.	0.	6,564.	19,033.	238,765.	0.
CHIEF PHILANTHROPY OFFICER	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) RAY CHRISTMAN	(i)	182,003.	0.	0.	1,193.	27,162.	210,358.	0.
SENIOR VP	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) ERNEST COOK	(i)	180,403.	0.	0.	5,565.	25,463.	211,431.	0.
SENIOR VP	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) JEFF DANTER	(i)	173,147.	0.	0.	905.	27,162.	201,214.	0.
SENIOR VP	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) ROGER HOESTEREY	(i)	180,494.	0.	0.	5,496.	25,463.	211,453.	0.
SENIOR VP	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) BRENDA SCHICK	(i)	150,114.	0.	0.	4,503.	222.	154,839.	0.
DIR OF CONSERVATION TRANSACTIONS	(ii)	0.	0.	0.	0.	0.	0.	0.
(11) TILY SHUE	(i)	145,523.	0.	0.	4,505.	18,407.	168,435.	0.
LEGAL COUNSEL	(ii)	0.	0.	0.	0.	0.	0.	0.
(12) SEAN CONNOLLY	(i)	137,298.	0.	0.	0.	14,853.	152,151.	0.
CHIEF MARKETING OFFICER	(ii)	0.	0.	0.	0.	0.	0.	0.
(13) KATHY DECOSTER	(i)	144,645.	0.	0.	4,449.	18,407.	167,501.	0.
DIRECTOR OF FEDERAL AFFAIRS	(ii)	0.	0.	0.	0.	0.	0.	0.
(14) DON MORROW	(i)	142,115.	0.	0.	4,344.	25,463.	171,922.	0.
TRANSACTION DIRECTOR	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization: THE TRUST FOR PUBLIC LAND

Employer identification number: 23-7222333

Part I Types of Property

		(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	86	3,222,656.	FAIR MARKET VALUE
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other	X	40	14,573,112.	APPRAISAL
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ ( )				
26	Other ▶ ( )				
27	Other ▶ ( )				
28	Other ▶ ( )				

29	Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement	29	9

			Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		X
b	If "Yes," describe the arrangement in Part II.			
31	Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	31	X	
32a	Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b	If "Yes," describe in Part II.			
33	If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule M (Form 990) (2012)**

232141
12-20-12

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

SCHEDULE M, PART I, COLUMN (B): THE NUMBER OF CONTRIBUTORS REFLECTS THE NUMBER OF DONORS, NOT THE NUMBER OF ITEMS DONATED.

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

WHICH WERE CREATED TO SERVE THE PUBLIC'S NEED FOR OPEN SPACE PRESERVATION IN METROPOLITAN, RURAL AND NATURAL AREAS. THE TRUST'S PRINCIPAL OBJECTIVE IS TO FACILITATE THE TRANSFER OF PRIVATELY HELD LAND INTO PROTECTIVE PUBLIC AND NOT-FOR-PROFIT OWNERSHIP.

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

OTHER PROGRAM SERVICES INCLUDE MISCELLANEOUS TECHNICAL SERVICES, REIMBURSEMENTS, AND ROYALTIES ON CONSERVATION PUBLICATIONS.

EXPENSES $ 10,058,015. INCLUDING GRANTS OF $ 37,627. REVENUE $ 426,243.

FORM 990, PART VI, SECTION B, LINE 11: THE DRAFT FORM 990 IS INITIALLY REVIEWED BY THE ORGANIZATION'S CFO AND TREASURER, CONTROLLER AND GENERAL COUNSEL. AFTER ANY CLARIFICATIONS OR QUESTIONS ARE RESOLVED THE DRAFT FORM 990 IS FORWARDED TO THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AND A MEETING IS SCHEDULED WITH TPL'S ACCOUNTING FIRM, CFO & TREASURER AND CONTROLLER. ANY QUESTIONS FROM THE AUDIT COMMITTEE ARE ANSWERED AND CHANGES INCORPORATED. THE FINAL DOCUMENT IS APPROVED BY THE AUDIT COMMITTEE AND FORWARDED TO THE FULL BOARD FOR THEIR REVIEW PRIOR TO FILING.

FORM 990, PART VI, SECTION B, LINE 12C: THE ORGANIZATION HAS A COMPREHENSIVE CONFLICT OF INTEREST POLICY (POLICY) THAT REQUIRES POTENTIAL CONFLICTS OF INTEREST TO BE BROUGHT TO THE ATTENTION OF THE GENERAL COUNSEL. IF THE GENERAL COUNSEL DETERMINES THAT A POTENTIAL CONFLICT OF INTEREST EXISTS, THE MATTER IS REVIEWED BY THE CONFLICT REVIEW COMMITTEE, A COMMITTEE COMPOSED OF DESIGNATED SENIOR STAFF, OR, IF THE MATTER INVOLVES A

Name of the organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

MEMBER OF THE BOARD OF DIRECTORS OR THEIR FAMILY OR AFFILIATED ENTITY, IT IS REVIEWED BY THE FULL BOARD. POTENTIAL CONFLICTS INVOLVING THE PURCHASE OF GOODS AND SERVICES WITH A VALUE THAT DOES NOT EXCEED $5,000 MAY BE REVIEWED BY THE GENERAL COUNSEL. THE POLICY APPLIES TO EMPLOYEES, MEMBERS OF THE BOARD OF DIRECTORS, ADVISORY BOARD MEMBERS, MAJOR DONORS, AND CERTAIN FORMER EMPLOYEES AND DIRECTORS, AS WELL AS THEIR IMMEDIATE FAMILIES AND AFFILIATED ENTITIES. THE POLICY IS PROVIDED TO ALL STAFF AS WELL AS THE MEMBERS OF THE BOARD OF DIRECTORS AND ADVISORY BOARD MEMBERS, IS CONTAINED IN THE HUMAN RESOURCES MANUAL, AND REMINDERS OF THE POLICY ARE ISSUED PERIODICALLY. THE POLICY IS DISCUSSED IN ORIENTATION MEETINGS WITH NEW STAFF AND BOARD MEMBERS, AND IN MEETINGS OF LEGAL AND PROJECT STAFF, THE TWO GROUPS MOST LIKELY TO ENCOUNTER POTENTIAL CONFLICTS OF INTEREST. ADDITIONALLY, POTENTIAL CONFLICTS OF INTEREST ARE ON THE CHECKLIST OF MATTERS TO BE DISCLOSED IN FACT SHEETS SUBMITTED TO THE PROJECT REVIEW COMMITTEE OR TO THE TRANSACTION COMMITTEE OF THE BOARD OF DIRECTORS FOR THE APPROVAL OF CONSERVATION REAL ESTATE TRANSACTIONS. ONCE A YEAR ALL BOARD MEMBERS ARE POLLED ABOUT TRANSACTIONS AND ARRANGEMENTS WITH THE ORGANIZATION. AWARENESS OF THE POLICY IS HIGH, AS EVIDENCED BY QUESTIONS PRESENTED TO THE OFFICE OF THE GENERAL COUNSEL. IF A MATTER IS BROUGHT TO THE BOARD OF DIRECTORS FOR REVIEW, THE BOARD MEMBER WHO IS THE SUBJECT OF THE REVIEW IS REQUIRED TO BE ABSENT FROM THE DISCUSSION AND VOTE ON THE MATTER, AND WITH RESPECT TO ALL CONFLICTS REVIEWS, THE INTERESTED PARTY MUST BE FOUND TO HAVE HAD NO ROLE IN OR INFLUENCE OVER THE DECISION. IF A TRANSACTION IS FOUND TO PRESENT AN UNACCEPTABLE CONFLICT OF INTEREST, THE TRANSACTION IS PROHIBITED OR ITS TERMS MUST BE REVISED SUCH THAT IT CAN MEET THE STANDARDS REQUIRED UNDER THE POLICY, NAMELY (A) ALL MATERIAL INTERESTS HAVE BEEN DISCLOSED; (B) THE TRANSACTION IS DEEMED TO BE FAIR AND REASONABLE TO TPL AND IN TPL'S BEST INTERESTS; (C) THE TRANSACTION DOES NOT

Name of the organization: THE TRUST FOR PUBLIC LAND

Employer identification number: 23-7222333

CONFER ANY SPECIAL BENEFIT ON THE INTERESTED PARTY; AND (D) THE INTERESTED PARTY DOES NOT HAVE ANY ROLE IN THE DECISION AND HAS NOT INFLUENCED THE DECISION.

FORM 990, PART VI, SECTION B, LINE 15A: THE TRUST FOR PUBLIC LAND CONTRACTED WITH AN INDEPENDENT COMPENSATION CONSULTANT, WHO PROVIDED COMPARABILITY DATA AND ANALYSIS FOR THE CEO. THIS INFORMATION WAS PROVIDED TO THE BOARD OF DIRECTORS, WHO APPROVED THE CEO COMPENSATION, WHICH DECISION IS REFLECTED IN THE BOARD MINUTES.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:
AL,AK,AR,AZ,CA,CO,CT,FL,GA,IL,KS,KY,LA,MA,MD,ME,MI,MN,MS,NC,ND,NH,NJ,NM,NY
OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI,HI,MO,TX,DC

FORM 990, PART VI, SECTION C, LINE 19: ANNUAL AUDITED FINANCIAL STATEMENTS ARE POSTED ON THE TRUST FOR PUBLIC LAND'S WEBSITE (WWW.TPL.ORG). ARTICLES OF INCORPORATION ARE AVAILABLE ON THE CALIFORNIA SECRETARY OF STATE WEBSITE. BOTH ARE ALSO MADE AVAILABLE UPON REQUEST. THE CONFLICT OF INTEREST POLICY IS NOT MADE AVAILABLE.

FORM 990, PART VII: TPL OFFICERS OR KEY EMPLOYEES CYNTHIA SCHERER, ERNEST COOK, M. HOLLY HAUGH, AND WILLIAM B. ROGERS SERVED IN VARIOUS CAPACITIES FOR RELATED ORGANIZATIONS AS DID SEVERAL BOARD MEMBERS.

FORM 990, PART XI, LINE 9, CHANGES IN NET ASSETS:

CHANGE IN VALUE OF SPLIT INTEREST TRUSTS	1,038,183.
CHANGE IN VALUE OF LAND HOLDINGS	-529,000.

Name of the organization	Employer identification number
THE TRUST FOR PUBLIC LAND	23-7222333

UNCOLLECTIBLE GRANTS	-645,575.
INVESTMENT IN AFFILIATES	275,817.
TOTAL TO FORM 990, PART XI, LINE 9	139,425.

SCHEDULE R (Form 990)
Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization: THE TRUST FOR PUBLIC LAND

Employer identification number 23-7222333

Part I **Identification of Disregarded Entities** (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II **Identification of Related Tax-Exempt Organizations** (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
CALIFORNIA CONSERVATION TRUST - 32-0151535 101 MONTGOMERY STREET, STE 900 SAN FRANCISCO, CA 94104	TO SUPPORT THE TRUST FOR PUBLIC LAND	CALIFORNIA	501(C)(3)	LINE 7	THE TRUST FOR PUBLIC LAND		X
COAST DAIRIES & LAND COMPANY - 94-0392095 101 MONTGOMERY STREET, STE 900 SAN FRANCISCO, CA 94104	TO SUPPORT THE TRUST FOR PUBLIC LAND	CALIFORNIA	501(C)(3)	11A, TYPE I	THE TRUST FOR PUBLIC LAND	X	
THE CONSERVATION CAMPAIGN - 04-3515341 101 MONTGOMERY STREET, STE 900 SAN FRANCISCO, CA 94104	TO SUPPORT FUNDING MEASURES FOR PARKS AND CONSERVATION	CALIFORNIA	501(C)(4)		THE TRUST FOR PUBLIC LAND		X
THE STENNING ON LAKE GENEVA CONSERVANCY SOCIETY - 36-4245203, 300 N LASALLE STREET, STE 4000, CHICAGO, IL 60654	TO SUPPORT THE TRUST FOR PUBLIC LAND	ILLINOIS	501(C)(3)	11A, TYPE III	N/A		X

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

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

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity? Yes	(i) No
CHARITABLE REMAINDER TRUSTS (26)	INVESTMENTS	CA	THE TRUST FOR PUBLIC LAND	TRUST				X	
POOLED INCOME FUND (6)	INVESTMENTS	CA	THE TRUST FOR PUBLIC LAND	TRUST				X	

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.		Yes	No
1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?			
a Receipt of **(i)** interest **(ii)** annuities **(iii)** royalties or **(iv)** rent from a controlled entity	1a		X
b Gift, grant, or capital contribution to related organization(s)	1b	X	
c Gift, grant, or capital contribution from related organization(s)	1c	X	
d Loans or loan guarantees to or for related organization(s)	1d		X
e Loans or loan guarantees by related organization(s)	1e		X
f Dividends from related organization(s)	1f		X
g Sale of assets to related organization(s)	1g		X
h Purchase of assets from related organization(s)	1h		X
i Exchange of assets with related organization(s)	1i		X
j Lease of facilities, equipment, or other assets to related organization(s)	1j		X
k Lease of facilities, equipment, or other assets from related organization(s)	1k		X
l Performance of services or membership or fundraising solicitations for related organization(s)	1l		X
m Performance of services or membership or fundraising solicitations by related organization(s)	1m		X
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	X	
o Sharing of paid employees with related organization(s)	1o	X	
p Reimbursement paid to related organization(s) for expenses	1p		X
q Reimbursement paid by related organization(s) for expenses	1q		X
r Other transfer of cash or property to related organization(s)	1r		X
s Other transfer of cash or property from related organization(s)	1s		X

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

	(a) Name of other organization	**(b)** Transaction type (a-s)	**(c)** Amount involved	**(d)** Method of determining amount involved
(1)	THE CONSERVATION CAMPAIGN	B	388,250.	CASH GRANTS
(2)	THE CONSERVATION CAMPAIGN	O	179,022.	EMPLOYEE TIMESHEETS
(3)				
(4)				
(5)				
(6)				

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 37.)

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under section 512-514)	(e) Are all partners sec. 501(c)(3) orgs.? Yes	(e) No	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations? Yes	(h) No	(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner? Yes	(j) No	(k) Percentage ownership

Schedule R (Form 990) 2012