

**SCHECHTER  
DOKKEN  
KANTER**  
CERTIFIED PUBLIC ACCOUNTANTS • ADVISORS

SECOND HARVEST HEARTLAND  
1140 GERVAIS AVENUE  
MAPLEWOOD, MN 55109

DEAR LADIES AND GENTLEMEN,

Enclosed are the original and one copy of your income tax returns for the period ended September 30, 2013 for:

SECOND HARVEST HEARTLAND as follows...

- 2012 990 - Return of Organization Exempt from Income Tax
- 2012 Schedule A - Public Charity Status and Public Support
- 2012 Schedule C - Political Campaign and Lobbying Activities
- 2012 Schedule D - Supplemental Financial Statements
- 2012 Schedule G - Supplemental Info. Regarding Fundraising/Gaming
- 2012 Schedule I - Grants & Other Assist. to Org/Gov/Ind. in the U.S
- 2012 Schedule J - Compensation Information
- 2012 Schedule M - Noncash Contributions
- 2012 Schedule O - Supplemental Information to Form 990 or 990EZ
- 2012 Schedule R - Related Organizations and Unrelated Partnerships
- 2012 8879-EO - IRS e-file Signature Authorization

Each original should be dated, signed and filed in accordance with the filing instructions. The copy should be retained for your files.

The enclosed returns were prepared primarily from data and information which you submitted. You should review the returns to ensure that there are no omissions or misstatements.

Upon an audit of the return(s), requests may be made for supporting documentation. Therefore, we recommend that you retain all pertinent records.

Form 990 must be made available for public inspection for a period of three years, beginning with the date the return is filed. The available document must be an exact copy of the return and schedules (including schedule B), as filed with the IRS, except that the names and the addresses of the contributors may be excluded. Any organization that fails to comply with this provision is subject to a penalty of \$20 for each day that inspection is not permitted, up to a maximum of \$10,000. Any organization that willfully fails to comply shall be subject to an additional penalty of \$5,000. You are also required to provide copies of the return if you receive such a request. Should you receive a request for inspection or for copies of your return, you may want to contact us for further details.

These returns were prepared from information provided by you or your representative. The preparation of tax returns does not include the independent verification of information used. Therefore, we recommend you review the returns before signing to ensure there are no omissions or misstatements. If you note anything which may require a change to the returns, please contact us

SECOND HARVEST HEARTLAND

before filing them.

We sincerely appreciate this opportunity to serve you. Please contact us if you have questions concerning the returns or if we may be of further assistance.

Sincerely,

WENDY HARDEN, CPA  
SCHECHTER DOKKEN KANTER  
ANDREWS & SELCER, LTD

Instructions for filing  
SECOND HARVEST HEARTLAND  
Form 8879-EO - IRS E-file Signature Authorization  
for the period ended September 30, 2013

\*\*\*\*\*

Signature...

The original IRS e-file Signature Authorization form should be signed (use full name) and dated by the taxpayer.

Filing...

Return your signed Form 8879-EO to:

SCHECHTER DOKKEN KANTER CPA'S  
100 WASHINGTON AVE SO #1600  
MINNEAPOLIS MN 55401-2192

Payment of tax...

No payment of tax is required.

Form 8879-EO serves as a replacement for your signature that would be affixed to form 990 if you paper filed your return. Please DO NOT separately file form 990 with the Internal Revenue Service. Doing so will delay the processing of your return.

We must receive your signed form before we can electronically transmit your return which is due on May 15, 2014. We would appreciate your returning this form as soon as possible as this will expedite the processing of your return. The Internal Revenue Service will notify us when your return is accepted. Your return is not considered filed until the Internal Revenue Service confirms their acceptance, which may occur after the due date of your return.

\*\*\*\*\*

**IRS e-file Signature Authorization  
for an Exempt Organization**

For calendar year 2012, or fiscal year beginning 10/01, 2012, and ending 09/30, 20 13

Department of the Treasury  
Internal Revenue Service

▶ **Do not send to the IRS. Keep for your records.**

**2012**

Name of exempt organization

**SECOND HARVEST HEARTLAND**

Employer identification number

**23-7417654**

Name and title of officer

**ROB ZEASKE, CEO**

**Part I Type of Return and Return Information (Whole Dollars Only)**

Check the box for the return for which you are using this Form 8879-EO and enter the applicable amount, if any, from the return. If you check the box on line 1a, 2a, 3a, 4a, or 5a, below, and the amount on that line for the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, or 5b, whichever is applicable, blank (do not enter -0-). But, if you entered -0- on the return, then enter -0- on the applicable line below. **Do not** complete more than 1 line in Part I.

1a	Form 990 check here ▶	<input checked="" type="checkbox"/>	<b>b Total revenue</b> , if any (Form 990, Part VIII, column (A), line 12) . . .	<b>1b</b>	<u>133838826.</u>
2a	Form 990-EZ check here ▶	<input type="checkbox"/>	<b>b Total revenue</b> , if any (Form 990-EZ, line 9) . . . . .	<b>2b</b>	_____
3a	Form 1120-POL check here ▶	<input type="checkbox"/>	<b>b Total tax</b> (Form 1120-POL, line 22) . . . . .	<b>3b</b>	_____
4a	Form 990-PF check here ▶	<input type="checkbox"/>	<b>b Tax based on investment income</b> (Form 990-PF, Part VI, line 5). . . . .	<b>4b</b>	_____
5a	Form 8868 check here ▶	<input type="checkbox"/>	<b>b Balance Due</b> (Form 8868, Part I, line 3c or Part II, line 8c) . . . . .	<b>5b</b>	_____

**Part II Declaration and Signature Authorization of Officer**

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2012 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

**Officer's PIN: check one box only**

I authorize SCHECHTER DOKKEN KANTER C to enter my PIN 

4	6	5	8	2
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 as my signature  
ERO firm name Enter five numbers, but do not enter all zeros

on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2012 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature ▶

Date ▶ **03/01/2014**

**Part III Certification and Authentication**

**ERO's EFIN/PIN.** Enter your six-digit electronic filing identification number (EFIN) followed by your five-digit self-selected PIN.

4	1	4	1	5	9	4	1	1	6	8
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do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2012 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.**

ERO's signature ▶

Date ▶

**ERO Must Retain This Form - See Instructions  
Do Not Submit This Form To the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notice, see back of form.

Form **8879-EO** (2012)

**DRAFT FOR DISCUSSION PURPOSES ONLY**  
**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.

**A For the 2012 calendar year, or tax year beginning** 10/01, 2012, and ending 09/30, 2013

<b>B</b> Check if applicable:  <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C Name of organization</b> SECOND HARVEST HEARTLAND Doing Business As			<b>D Employer identification number</b> 23-7417654	
	Number and street (or P.O. box if mail is not delivered to street address)		Room/suite	<b>E Telephone number</b> (651) 484-5117	
	City, town or post office, state, and ZIP code MAPLEWOOD, MN 55109			<b>G Gross receipts \$</b> 134,349,020.	
	<b>F Name and address of principal officer:</b> ROB ZEASKE 1140 GERVAIS AVENUE MAPLEWOOD, MN 55109			<b>H(a) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions)	
<b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527					
<b>J Website:</b> ▶ WWW.2HARVEST.ORG					
<b>K Form of organization:</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶				<b>L Year of formation:</b> 1976 <b>M State of legal domicile:</b> MN	

**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: SECOND HARVEST HEARTLAND IS THE UPPER MIDWEST'S LARGEST HUNGER-RELIEF ORGANIZATION, WITH A MISSION OF ENDING HUNGER THROUGH COMMUNITY PARTNERSHIPS.				
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.				
	<b>3</b>	Number of voting members of the governing body (Part VI, line 1a)	23		
	<b>4</b>	Number of independent voting members of the governing body (Part VI, line 1b)	23		
	<b>5</b>	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	157		
	<b>6</b>	Total number of volunteers (estimate if necessary)	27,000		
	<b>7a</b>	Total unrelated business revenue from Part VIII, column (C), line 12	0		
	<b>7b</b>	Net unrelated business taxable income from Form 990-T, line 34	0		
	<b>Revenue</b>	<b>8</b>	Contributions and grants (Part VIII, line 1h)	105,735,739	124,921,050
		<b>9</b>	Program service revenue (Part VIII, line 2g)	9,633,434	8,864,448
<b>10</b>		Investment income (Part VIII, column (A), lines 3, 4, and 7d)	37,986	45,618	
<b>11</b>		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	99,330	7,710	
<b>12</b>		Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	115,506,489	133,838,826	
<b>Expenses</b>		<b>13</b>	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	97,283,744	115,936,489
	<b>14</b>	Benefits paid to or for members (Part IX, column (A), line 4)	0	0	
	<b>15</b>	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	8,504,962	9,731,438	
	<b>16a</b>	Professional fundraising fees (Part IX, column (A), line 11e)	630,290	843,174	
	<b>b</b>	Total fundraising expenses (Part IX, column (D), line 25) ▶	3,014,103		
	<b>17</b>	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6,692,486	8,974,141	
	<b>18</b>	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	113,111,482	135,485,242	
<b>Net Assets or Fund Balances</b>	<b>19</b>	Revenue less expenses. Subtract line 18 from line 12	2,395,007	-1,646,416	
	<b>20</b>	Total assets (Part X, line 16)	19,658,291	18,220,586	
	<b>21</b>	Total liabilities (Part X, line 26)	3,354,779	3,563,490	
	<b>22</b>	Net assets or fund balances. Subtract line 21 from line 20	16,303,512	14,657,096	

**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.

<b>Sign Here</b>	Signature of officer _____ Date _____				
	Type or print name and title _____				
<b>Paid Preparer Use Only</b>	Print/Type preparer's name WENDY HARDEN CPA	Preparer's signature _____	Date 02/24/2014	Check <input type="checkbox"/> if self-employed	PTIN P00956490
	Firm's name ▶ SCHECHTER DOKKEN KANTER CPA'S			Firm's EIN ▶ _____	
	Firm's address ▶ 100 WASHINGTON AVE SO #1600 MINNEAPOLIS, MN 55401-2192			Phone no. 612-332-5500	

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

**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:

SECOND HARVEST HEARTLAND IS THE UPPER MIDWEST'S LARGEST HUNGER-RELIEF  
ORGANIZATION, WITH A MISSION OF ENDING HUNGER THROUGH COMMUNITY  
PARTNERSHIPS.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No

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

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

If "Yes," describe these changes on Schedule O.

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

**4a** (Code: \_\_\_\_\_) (Expenses \$ 117,215,928. including grants of \$ \_\_\_\_\_) (Revenue \$ 8,864,448.)

THE FOOD BANK IS THE FOUNDATION FOR ALL OUR PROGRAMS, AND IS  
SECOND HARVEST HEARTLAND'S CORE BUSINESS. WE RECEIVE FOOD  
DONATIONS FROM MANUFACTURERS, GROWERS, RETAILERS, GOVERNMENT  
PROGRAMS AND THE COMMUNITY, WHICH ARE THEN DISTRIBUTED TO MEMBER  
NON-PROFITS INCLUDING FOOD SHELVES, SHELTERS, SOUP KITCHENS AND  
PROGRAMS THROUGHOUT OUR 59-COUNTY SERVICE AREA. 83,831,000 POUNDS  
OF FOOD, WHICH INCLUDES 8.764 MILLION POUNDS HELD AS AGENT, WAS  
DISTRIBUTED THROUGH THE FOOD BANK IN THE 12-MONTH PERIOD ENDING  
9/30/2013. SEE SCHEDULE O FOR ADDITIONAL PROGRAM SERVICE  
DESCRIPTION.

**4b** (Code: \_\_\_\_\_) (Expenses \$ 6,022,110. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

ATTACHMENT 1

**4c** (Code: \_\_\_\_\_) (Expenses \$ 3,850,617. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

DESCRIPTION OF OTHER PROGRAM SERVICE ACTIVITIES INCLUDED IN THE  
ORGANIZATION'S MISSION IN SCHEDULE O.

**4d** Other program services (Describe in Schedule O.) **ATTACHMENT 2**

(Expenses \$ 2,294,302. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

**4e Total program service expenses** ▶ 129,382,957.

**Part IV Checklist of Required Schedules**

	Yes	No
<b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>2</b> Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> (see instructions)? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>4 Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>5</b> 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? <i>If "Yes," complete Schedule C, Part III</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>6</b> 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? <i>If "Yes," complete Schedule D, Part I</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>9</b> 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? <i>If "Yes," complete Schedule D, Part IV</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>10</b> Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>11</b> 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.		
<b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>b</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? <i>If "Yes," complete Schedule D, Part VII</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>c</b> 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? <i>If "Yes," complete Schedule D, Part VIII</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>d</b> 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? <i>If "Yes," complete Schedule D, Part IX</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>f</b> 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)? <i>If "Yes," complete Schedule D, Part X</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>12 a</b> Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>b</b> Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>14 a</b> Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>b</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? <i>If "Yes," complete Schedule F, Parts I and IV</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>15</b> 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? <i>If "Yes," complete Schedule F, Parts II and IV</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>16</b> 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? <i>If "Yes," complete Schedule F, Parts III and IV</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>17</b> 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? <i>If "Yes," complete Schedule G, Part I (see instructions)</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i> . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<b>19</b> Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>20 a</b> Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i> . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .	<input type="checkbox"/>	<input type="checkbox"/>

**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? <i>If "Yes," complete Schedule I, Parts I and II.</i> . . . . .	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? <i>If "Yes," complete Schedule I, Parts I and III.</i> . . . . .	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? <i>If "Yes," complete Schedule J.</i> . . . . .	X	
24 a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25.</i> . . . . .		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
25 a	<b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i> . . . . .		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? <i>If "Yes," complete Schedule L, Part I.</i> . . . . .		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II.</i> . . . . .		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? <i>If "Yes," complete Schedule L, Part III.</i> . . . . .		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? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		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? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i> . . . . .	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i> . . . . .		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i> . . . . .		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i> . . . . .		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? <i>If "Yes," complete Schedule R, Part I.</i> . . . . .	X	
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.</i> . . . . .		X
35 a	Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .		X
b	If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i> . . . . .		
36	<b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i> . . . . .		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? <i>If "Yes," complete Schedule R, Part VI.</i> . . . . .		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .	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. [ ]

Table with columns for question number, description, and Yes/No checkboxes. Includes questions 1a through 14b regarding Form 1096, Form W-2G, Form W-3, Form 990-T, Form 8886-T, Form 8282, Form 8899, Form 1098-C, Form 990, Form 1041, and Form 720.

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

Table with 3 columns: Question, Yes, No. Rows include 1a (23), 1b (23), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

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

Table with 3 columns: Question, Yes, No. Rows include 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed MN, WI,
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.
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: ROB ZEASKE 1140 GERVAIS AVE MAPLEWOOD, MN 55109 651-209-7901

**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 dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) JOEL ANDERSON BOARD MEMBER	1.00	X					0	0	0	
(2) BRIAN AUDETTE BOARD MEMBER	1.00	X					0	0	0	
(3) JILL BICKFORD BOARD MEMBER	1.00	X					0	0	0	
(4) TOM BUTTERFIELD VICE CHAIR	1.00	X		X			0	0	0	
(5) ERIN CARNISH BOARD MEMBER	1.00	X					0	0	0	
(6) EMILY COBORN BOARD MEMBER	1.00	X					0	0	0	
(7) BILL FINNEGAN BOARD MEMBER	1.00	X					0	0	0	
(8) SARAH GEISERT MEMBER AT LARGE	1.00	X					0	0	0	
(9) JIM GILLIAM BOARD CHAIR	1.00	X		X			0	0	0	
(10) ROB JOHNSON BOARD MEMBER	1.00	X					0	0	0	
(11) TOM JOLLIE BOARD MEMBER	1.00	X					0	0	0	
(12) MARTIN JUHN BOARD MEMBER	1.00	X					0	0	0	
(13) PETER LAWYER BOARD MEMBER	1.00	X					0	0	0	
(14) DR. CRAIG LEWIS BOARD MEMBER	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 dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
( 15 ) GLENN MCCABE BOARD MEMBER	1.00	X					0	0	0	
( 16 ) BILL MCDONALD BOARD SECRETARY	1.00	X		X			0	0	0	
( 17 ) BONNIE MCPHEE BOARD MEMBER	1.00	X					0	0	0	
( 18 ) JON MCTAGGART BOARD MEMBER	1.00	X					0	0	0	
( 19 ) JOE MOLINE BOARD MEMBER	1.00	X					0	0	0	
( 20 ) CHRIS NEUGENT BOARD MEMBER	1.00	X					0	0	0	
( 21 ) JAMIE RICE BOARD TREASURER	1.00	X		X			0	0	0	
( 22 ) KIRSTEN VOSEN BOARD MEMBER	1.00	X					0	0	0	
( 23 ) MIKE WITT BOARD MEMBER	1.00	X					0	0	0	
( 24 ) ROB ZEASKE CHIEF EXECUTIVE OFFICER	40.00			X			202,673.	0	0	
( 25 ) ROBERT CHATMAS CHIEF OPERATING OFFICER	40.00			X			129,196.	0	10,643.	
<b>1b Sub-total</b> . . . . .							0	0	0	
<b>c Total from continuation sheets to Part VII, Section A</b> . . . . .							570,974.	0	29,501.	
<b>d Total (add lines 1b and 1c)</b> . . . . .							570,974.	0	29,501.	

**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 **▶ 6**

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

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **▶ 5**



**Part VIII Statement of Revenue**

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

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b>	Federated campaigns . . . . .	<b>1a</b> 858,719.					
	<b>b</b>	Membership dues . . . . .	<b>1b</b>					
	<b>c</b>	Fundraising events . . . . .	<b>1c</b> 833,211.					
	<b>d</b>	Related organizations . . . . .	<b>1d</b>					
	<b>e</b>	Government grants (contributions) . . . . .	<b>1e</b> 1,687,632.					
	<b>f</b>	All other contributions, gifts, grants, and similar amounts not included above . . . . .	<b>1f</b> 121,541,488.					
	<b>g</b>	Noncash contributions included in lines 1a-1f: \$ . . . . .	110,724,843.					
	<b>h</b>	<b>Total.</b> Add lines 1a-1f . . . . .		124,921,050.				
	<b>Program Service Revenue</b>				<b>Business Code</b>			
<b>2a</b>		FOOD DISTRIBUTION	624200	1,829,549.	1,829,549.			
<b>b</b>		FOOD PURCHASE	624200	7,034,899.	7,034,899.			
<b>c</b>								
<b>d</b>								
<b>e</b>								
<b>g</b>		<b>Total.</b> Add lines 2a-2f . . . . .			8,864,448.			
<b>Other Revenue</b>	<b>3</b>	Investment income (including dividends, interest, and other similar amounts) . . . . .		16,347.			16,347.	
	<b>4</b>	Income from investment of tax-exempt bond proceeds . . . . .		0				
	<b>5</b>	Royalties . . . . .		0				
	<b>6a</b>	Gross rents . . . . .	(i) Real					
			(ii) Personal					
			<b>b</b>	Less: rental expenses . . . . .				
			<b>c</b>	Rental income or (loss) . . . . .				
	<b>d</b>	Net rental income or (loss) . . . . .			0			
	<b>7a</b>	Gross amount from sales of assets other than inventory	(i) Securities	158,384.				
			(ii) Other	30,487.				
			<b>b</b>	Less: cost or other basis and sales expenses . . . . .	157,327.	2,273.		
			<b>c</b>	Gain or (loss) . . . . .	1,057.	28,214.		
	<b>d</b>	Net gain or (loss) . . . . .			29,271.		29,271.	
	<b>8a</b>	Gross income from fundraising events (not including \$ 833,211. of contributions reported on line 1c). See Part IV, line 18 . . . . .	<b>ATCH 4</b>	294,765.				
	<b>b</b>	Less: direct expenses . . . . .	<b>b</b>	350,594.				
<b>c</b>	Net income or (loss) from fundraising events . . . . .	<b>ATCH 5</b>		-55,829.			-55,829.	
<b>9a</b>	Gross income from gaming activities. See Part IV, line 19 . . . . .	<b>a</b>						
<b>b</b>	Less: direct expenses . . . . .	<b>b</b>						
<b>c</b>	Net income or (loss) from gaming activities . . . . .			0				
<b>10a</b>	Gross sales of inventory, less returns and allowances . . . . .	<b>a</b>						
		<b>b</b>	Less: cost of goods sold . . . . .	<b>b</b>				
		<b>c</b>	Net income or (loss) from sales of inventory . . . . .			0		
<b>Miscellaneous Revenue</b>			<b>Business Code</b>					
<b>11a</b>	PALLET SALES	900099	42,685.			42,685.		
<b>b</b>	MISC REVENUE	900099	20,139.			20,139.		
<b>c</b>	MERCHANDISE SALES	900099	715.			715.		
<b>d</b>	All other revenue . . . . .							
<b>e</b>	<b>Total.</b> Add lines 11a-11d . . . . .			63,539.				
<b>12</b>	<b>Total revenue.</b> See instructions . . . . .			133,838,826.	8,864,448.		53,328.	

**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

<b>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</b>	(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 . . . . .	108,786,360.	108,786,360.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22 . . . . .	7,150,129.	7,150,129.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16 . . . . .	0			
4 Benefits paid to or for members . . . . .	0			
5 Compensation of current officers, directors, trustees, and key employees . . . . .	885,619.		885,619.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0			
7 Other salaries and wages . . . . .	6,963,723.	5,218,893.	755,513.	989,317.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) . . . . .	402,471.	263,171.	82,455.	56,845.
9 Other employee benefits . . . . .	893,423.	585,011.	241,761.	66,651.
10 Payroll taxes . . . . .	586,202.	387,952.	120,726.	77,524.
11 Fees for services (non-employees):	0			
a Management . . . . .				
b Legal . . . . .	1,610.		1,610.	
c Accounting . . . . .	46,300.		46,300.	
d Lobbying . . . . .	4,358.		4,358.	
e Professional fundraising services. See Part IV, line 17 . . . . .	843,174.			843,174.
f Investment management fees . . . . .	4,297.		4,297.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.) . . . . .	369,816.	317,719.	52,097.	
12 Advertising and promotion . . . . .	436,454.	210,116.	18,885.	207,453.
13 Office expenses . . . . .	1,208,185.	703,192.	263,449.	241,544.
14 Information technology . . . . .	189,957.	18,488.	171,469.	
15 Royalties . . . . .	0			
16 Occupancy . . . . .	772,884.	664,230.	108,654.	
17 Travel . . . . .	280,042.	174,174.	61,257.	44,611.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .	0			
19 Conferences, conventions, and meetings . . . . .	0			
20 Interest . . . . .	60,543.	57,826.	1,762.	955.
21 Payments to affiliates . . . . .	0			
22 Depreciation, depletion, and amortization . . . . .	1,082,517.	1,046,729.	16,495.	19,293.
23 Insurance . . . . .	222,181.	91,365.	111,852.	18,964.
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 ASSISTANCE TO AGENCIES . . . . .	1,909,147.	1,848,574.	55,573.	5,000.
b VEHICLE EXPENSE . . . . .	1,206,293.	1,134,209.	72,084.	
c HUNGER SOLUTIONS FEE . . . . .	688,327.	688,327.		
d CULTIVATION/ACQUISITION . . . . .	354,763.			354,763.
e All other expenses . . . . .	136,467.	36,492.	11,966.	88,009.
25 <b>Total functional expenses.</b> Add lines 1 through 24e	135,485,242.	129,382,957.	3,088,182.	3,014,103.
26 <b>Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) . . . . .	0			

**Part X Balance Sheet**

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

		(A) Beginning of year		(B) End of year		
<b>Assets</b>	1	Cash - non-interest-bearing	0	1	0	
	2	Savings and temporary cash investments	5,069,923.	2	3,735,143.	
	3	Pledges and grants receivable, net	1,880,819.	3	1,643,241.	
	4	Accounts receivable, net	860,881.	4	661,634.	
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L	0	6	0	
	7	Notes and loans receivable, net	0	7	0	
	8	Inventories for sale or use	6,142,369.	8	6,630,465.	
	9	Prepaid expenses and deferred charges	16,123.	9	135,508.	
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a	11,906,284.		
	b	Less: accumulated depreciation	10b	7,303,715.	10c	4,602,569.
	11	Investments - publicly traded securities	1,007,208.	11	760,713.	
	12	Investments - other securities. See Part IV, line 11	0	12	0	
	13	Investments - program-related. See Part IV, line 11	0	13	0	
	14	Intangible assets	0	14	0	
	15	Other assets. See Part IV, line 11	77,213.	15	51,313.	
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	19,658,291.	16	18,220,586.		
<b>Liabilities</b>	17	Accounts payable and accrued expenses	940,208.	17	1,012,875.	
	18	Grants payable	0	18	0	
	19	Deferred revenue	0	19	0	
	20	Tax-exempt bond liabilities	0	20	0	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0	
	23	Secured mortgages and notes payable to unrelated third parties	1,730,920.	23	1,450,024.	
	24	Unsecured notes and loans payable to unrelated third parties	0	24	0	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	683,651.	25	1,100,591.	
	26	<b>Total liabilities.</b> Add lines 17 through 25	3,354,779.	26	3,563,490.	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> X and complete lines 27 through 29, and lines 33 and 34.</b>					
	27	Unrestricted net assets	12,697,594.	27	11,671,930.	
	28	Temporarily restricted net assets	3,605,918.	28	2,985,166.	
	29	Permanently restricted net assets	0	29	0	
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.</b>					
	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	<b>Total net assets or fund balances</b>	16,303,512.	33	14,657,096.	
34	<b>Total liabilities and net assets/fund balances.</b>	19,658,291.	34	18,220,586.		



**Part XI Reconciliation of Net Assets**

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

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	133,838,826.
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	135,485,242.
<b>3</b>	Revenue less expenses. Subtract line 2 from line 1	<b>3</b>	-1,646,416.
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	16,303,512.
<b>5</b>	Net unrealized gains (losses) on investments	<b>5</b>	0
<b>6</b>	Donated services and use of facilities	<b>6</b>	0
<b>7</b>	Investment expenses	<b>7</b>	0
<b>8</b>	Prior period adjustments	<b>8</b>	0
<b>9</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>9</b>	0
<b>10</b>	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	<b>10</b>	14,657,096.

**Part XII Financial Statements and Reporting**

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

- 1** Accounting method used to prepare the Form 990:  Cash  Accrual  Other \_\_\_\_\_  
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a** Were the organization's financial statements compiled or reviewed by an independent accountant? \_\_\_\_\_  
 If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- b** Were the organization's financial statements audited by an independent accountant? \_\_\_\_\_  
 If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- c** If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? \_\_\_\_\_  
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a** As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? \_\_\_\_\_
- b** If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits \_\_\_\_\_

	Yes	No
<b>2a</b>		X
<b>2b</b>	X	
<b>2c</b>	X	
<b>3a</b>	X	
<b>3b</b>	X	

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

**Public Charity Status and Public Support**

OMB No. 1545-0047

**2012**

**Open to Public Inspection**

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.

Department of the Treasury  
Internal Revenue Service

<b>Name of the organization</b> SECOND HARVEST HEARTLAND	<b>Employer identification number</b> 23-7417654
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**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

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

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or 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)	X
(ii) A family member of a person described in (i) above? .....	11g(ii)	X
(iii) A 35% controlled entity of a person described in (i) or (ii) above? .....	11g(iii)	X

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

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

Schedule A (Form 990 or 990-EZ) 2012

**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
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	61,563,926.	85,162,653.	98,705,941.	106,371,915.	124,921,050.	476,725,485.
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
<b>4 Total.</b> Add lines 1 through 3 . . . . .	61,563,926.	85,162,653.	98,705,941.	106,371,915.	124,921,050.	476,725,485.
<b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . . . .						0
<b>6 Public support.</b> Subtract line 5 from line 4.						476,725,485.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
<b>7</b> Amounts from line 4 . . . . .	61,563,926.	85,162,653.	98,705,941.	106,371,915.	124,921,050.	476,725,485.
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	88,941.	64,081.	35,620.	17,093.	16,347.	222,082.
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						0
<b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) <b>.ATCH. 1</b> . . . . .	3,484.	7,175.	75,150.	53,174.	63,538.	202,521.
<b>11 Total support.</b> Add lines 7 through 10 . . . . .						477,150,088.
<b>12</b> Gross receipts from related activities, etc. (see instructions) . . . . .					<b>12</b>	37,797,934.
<b>13 First five years.</b> 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 <b>stop here</b> . . . . . ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) . . . . .	<b>14</b>	99.91%
<b>15</b> Public support percentage from 2011 Schedule A, Part II, line 14 . . . . .	<b>15</b>	99.88%
<b>16a 33 1/3% support test - 2012.</b> If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . . ▶ <input checked="" type="checkbox"/>		
<b>b 33 1/3% support test - 2011.</b> 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 <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
<b>17a 10%-facts-and-circumstances test - 2012.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
<b>b 10%-facts-and-circumstances test - 2011.</b> 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 <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ▶ <input type="checkbox"/>		
<b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . . ▶ <input type="checkbox"/>		

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

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

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> 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 . . . . .						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
<b>6 Total.</b> Add lines 1 through 5 . . . . .						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .						
<b>b</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 . . . . .						
<b>c</b> Add lines 7a and 7b. . . . .						
<b>8 Public support</b> (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
<b>9</b> Amounts from line 6. . . . .						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .						
<b>c</b> Add lines 10a and 10b . . . . .						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
<b>13 Total support.</b> (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**

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

**Section D. Computation of Investment Income Percentage**

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

**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 ►

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

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2008	2009	2010	2011	2012	TOTAL
MISCELLANEOUS INCOME	3,484.	7,175.	15,325.	22,013.	20,854.	68,851.
PALLET SALES			59,825.	31,161.	42,684.	133,670.
TOTALS	<u>3,484.</u>	<u>7,175.</u>	<u>75,150.</u>	<u>53,174.</u>	<u>63,538.</u>	<u>202,521.</u>

**SCHEDULE C**  
**(Form 990 or 990-EZ)**

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

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

**2012**

Department of the Treasury  
Internal Revenue Service

▶ **Complete if the organization is described below.**

▶ **Attach to Form 990 or Form 990-EZ.**

▶ **See separate instructions.**

**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 <b>SECOND HARVEST HEARTLAND</b>	Employer identification number <b>23-7417654</b>
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**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-.
(1)	-----			
(2)	-----			
(3)	-----			
(4)	-----			
(5)	-----			
(6)	-----			

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

Schedule C (Form 990 or 990-EZ) 2012

**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.

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
<b>1 a</b>	Total lobbying expenditures to influence public opinion (grass roots lobbying) . . . . .		
<b>b</b>	Total lobbying expenditures to influence a legislative body (direct lobbying) . . . . .	4,358.	
<b>c</b>	Total lobbying expenditures (add lines 1a and 1b) . . . . .	4,358.	
<b>d</b>	Other exempt purpose expenditures . . . . .	129,378,599.	
<b>e</b>	Total exempt purpose expenditures (add lines 1c and 1d) . . . . .	129,382,957.	
<b>f</b>	Lobbying nontaxable amount. Enter the amount from the following table in both columns.	1,000,000.	
<b>If the amount on line 1e, column (a) or (b) is:</b>		<b>The lobbying nontaxable amount is:</b>	
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.	
<b>g</b>	Grassroots nontaxable amount (enter 25% of line 1f) . . . . .	250,000.	
<b>h</b>	Subtract line 1g from line 1a. If zero or less, enter -0- . . . . .	0	0
<b>i</b>	Subtract line 1f from line 1c. If zero or less, enter -0- . . . . .	0	0
<b>j</b>	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? . . . . .		<input type="checkbox"/> Yes <input type="checkbox"/> 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.)

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
<b>2 a</b> Lobbying nontaxable amount				1,000,000.	1,000,000.
<b>b</b> Lobbying ceiling amount (150% of line 2a, column (e))					1,500,000.
<b>c</b> Total lobbying expenditures				4,358.	4,358.
<b>d</b> Grassroots nontaxable amount				250,000.	250,000.
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					375,000.
<b>f</b> Grassroots lobbying expenditures					

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

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.

	(a)		(b)
	Yes	No	Amount
<b>1</b> 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:			
<b>a</b> Volunteers?			
<b>b</b> Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
<b>c</b> Media advertisements?			
<b>d</b> Mailings to members, legislators, or the public?			
<b>e</b> Publications, or published or broadcast statements?			
<b>f</b> Grants to other organizations for lobbying purposes?			
<b>g</b> Direct contact with legislators, their staffs, government officials, or a legislative body?			
<b>h</b> Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?			
<b>i</b> Other activities?			
<b>j</b> Total. Add lines 1c through 1i			
<b>2 a</b> Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
<b>b</b> If "Yes," enter the amount of any tax incurred under section 4912			
<b>c</b> If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
<b>d</b> 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
<b>1</b> Were substantially all (90% or more) dues received nondeductible by members?	<b>1</b>	
<b>2</b> Did the organization make only in-house lobbying expenditures of \$2,000 or less?	<b>2</b>	
<b>3</b> Did the organization agree to carry over lobbying and political expenditures from the prior year?	<b>3</b>	

**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."**

<b>1</b> Dues, assessments and similar amounts from members	<b>1</b>	
<b>2</b> Section 162(e) nondeductible lobbying and political expenditures (do not include amounts of political expenses for which the section 527(f) tax was paid).		
<b>a</b> Current year	<b>2a</b>	
<b>b</b> Carryover from last year	<b>2b</b>	
<b>c</b> Total	<b>2c</b>	
<b>3</b> Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	<b>3</b>	
<b>4</b> 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?	<b>4</b>	
<b>5</b> Taxable amount of lobbying and political expenditures (see instructions)	<b>5</b>	

**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.

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**Part IV** Supplemental Information *(continued)*

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SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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.

Name of the organization

SECOND HARVEST HEARTLAND

Employer identification number

23-7417654

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

Table with 3 columns: Line number, Description, (a) Donor advised funds, (b) Funds and other accounts. Rows 1-4 for totals, 5-6 for questions about donor advisement.

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

Table for Part II with 3 columns: Line number, Description, Held at the End of the Tax Year. Rows 1-9 covering various conservation easement details.

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.

Table for Part III with 3 columns: Line number, Description, Amount. Rows 1a-1b and 2a-2b covering art and historical treasures.

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

Schedule D (Form 990) 2012

**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
<b>1c</b> Beginning balance . . . . .	
<b>1d</b> Additions during the year . . . . .	
<b>1e</b> Distributions during the year . . . . .	
<b>1f</b> Ending balance . . . . .	

**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. . . . .  **Yes**  **No**

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

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

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

- a** Board designated or quasi-endowment ▶ \_\_\_\_\_ %
  - b** Permanent endowment ▶ \_\_\_\_\_ %
  - c** Temporarily restricted endowment ▶ \_\_\_\_\_ %
- The percentages in lines 2a, 2b, and 2c should equal 100%.

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

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

**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
<b>1a</b> Land . . . . .		220,000.		220,000.
<b>b</b> Buildings . . . . .		5,565,348.	2,994,119.	2,571,229.
<b>c</b> Leasehold improvements . . . . .				
<b>d</b> Equipment . . . . .		3,121,934.	1,942,680.	1,179,254.
<b>e</b> Other . . . . .		2,999,002.	2,366,916.	632,086.
<b>Total.</b> Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c)). . . . .				4,602,569.

**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) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		
(I) _____		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

**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)		
<b>Total.</b> (Column (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)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) . . . . . ▶	

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

1. (a) Description of liability	(b) Book value	
(1) Federal income taxes		
(2) FISCAL AGENT PAYABLE	11,776.	
(3) ACCRUED EXPENSES	737,419.	
(4) CURRENT PORTION OF DEFERRED RENT	8,607.	
(5) DEFERRED RENT, NET OF CURRENT	67,422.	
(6) LINE OF CREDIT	200,000.	
(7) CURRENT PORTION OF CAPITAL LEASES	38,637.	
(8) CAPITAL LEASES, NET OF CURRENT	36,730.	
(9)		
(10)		
(11)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	1,100,591.	

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.



**Part XIII** Supplemental Information (continued)

FINANCIAL STATEMENT FIN 48 (ASC 740) FOOTNOTE

PART X, LINE 2

THE ORGANIZATION IS EXEMPT, AS A PUBLIC CHARITY, FROM FEDERAL AND STATE INCOME TAXES UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND APPLICABLE STATE STATUTES. HOWEVER, INCOME FROM CERTAIN ACTIVITIES NOT DIRECTLY RELATED TO THE ORGANIZATION'S TAX-EXEMPT PURPOSE COULD RESULT IN TAXABLE INCOME. THE ORGANIZATION HAS EVALUATED ITS TAX POSITIONS FOR UNCERTAINTY AND HAS NO UNRECOGNIZED TAX MATTERS THAT ARE REQUIRED TO BE DISCLOSED.

CONTRIBUTED SERVICES

SCHEDULE D, PART XII, LINE 2B

THE ORGANIZATION RECEIVED DONATED IN-KIND PROFESSIONAL BUSINESS SERVICES IN 2013 WHICH WERE RECORDED AS REVENUE AND EXPENSE AT THE FAIR VALUE AS ESTABLISHED BY THE DONOR OF \$700,000.

**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

SECOND HARVEST HEARTLAND

Employer identification number

23-7417654

**Part I**

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

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

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

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

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 SLICE CONSULTING	DIRECT MAIL CULTIVATION		X	982,708.	149,470.	833,238.
2 RUSS REID CO.	DIRECT MAIL ACQUISITION		X	558,226.	571,211.	-12,985.
3 ARIA COMMUNICATIONS	TELE-MARKETING		X	157,007.	107,492.	49,515.
4 APPLEBY ARGANBRIGHT	MONTHLY GIVING		X	58,624.	15,000.	43,624.
5						
6						
7						
8						
9						
10						
<b>Total</b>				<b>1,756,565.</b>	<b>843,173.</b>	<b>913,392.</b>

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.

MN, WI,

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		DISH (event type)	VINTNER BALL (event type)	1. (total number)	(add col. (a) through col. (c))
Revenue	<b>1</b> Gross receipts . . . . .	677,579.	235,561.	214,836.	1,127,976.
	<b>2</b> Less: Contributions . . . . .	486,539.	131,836.	214,836.	833,211.
	<b>3</b> Gross income (line 1 minus line 2). . . . .	191,040.	103,725.	0	294,765.
Direct Expenses	<b>4</b> Cash prizes . . . . .				
	<b>5</b> Noncash prizes . . . . .				
	<b>6</b> Rent/facility costs . . . . .	21,302.	29,369.		50,671.
	<b>7</b> Food and beverages . . . . .	45,233.		36.	45,269.
	<b>8</b> Entertainment . . . . .	93,592.			93,592.
	<b>9</b> Other direct expenses . . . . .	108,366.	9,745.	42,951.	161,062.
	<b>10</b> Direct expense summary. Add lines 4 through 9 in column (d) . . . . .				( 350,594 )
<b>11</b> Net income summary. Combine line 3, column (d), and line 10 . . . . .				-55,829.	

**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))
		Yes _____ % No _____ %	Yes _____ % No _____ %	Yes _____ % No _____ %	
Revenue	<b>1</b> Gross revenue . . . . .				
Direct Expenses	<b>2</b> Cash prizes . . . . .				
	<b>3</b> Noncash prizes . . . . .				
	<b>4</b> Rent/facility costs . . . . .				
	<b>5</b> Other direct expenses . . . . .				
	<b>6</b> Volunteer labor . . . . .				
<b>7</b> Direct expense summary. Add lines 2 through 5 in column (d) . . . . .					( )
<b>8</b> 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: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

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

**b** If "Yes," explain: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_



**SCHEDULE I  
(Form 990)**

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

OMB No. 1545-0047

**2012**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

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

Name of the organization

SECOND HARVEST HEARTLAND

Employer identification number

23-7417654

**Part I General Information on Grants and Assistance**

- 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
- 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
(1)	COMPLETE LIST AVAILABLE UPON REQUEST			265,092.				SUPPORT FOOD DISTRIBUTION TO AGENCIES
(2)	COMPLETE LIST AVAILABLE UPON REQUEST				108,521,268.	FMV	MEALS	FOOD DISTRIBUTION
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 499.  
3 Enter total number of other organizations listed in the line 1 table ▶ 143.

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

Schedule I (Form 990) (2012)

**Part III Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" on 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
<b>1</b> MEALS DISTRIBUTED TO INDIVIDUALS	14,416.		1,676,533.	FMV	INDIVIDUAL MEALS
<b>2</b> FEDERAL COMMODITIES	12,705.		5,473,596.	FMV	VARIOUS FOOD ITEMS
<b>3</b>					
<b>4</b>					
<b>5</b>					
<b>6</b>					
<b>7</b>					

**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.

PROCEDURES FOR MONITORING THE USE OF GRANT FUNDS

SCHEDULE I - PART I, LINE 2

GRANTS ARE REVIEWED MONTHLY BY THE FINANCE DEPARTMENT. CASH

DISBURSEMENTS ARE COMPARED TO GRANT APPLICATIONS AND DONOR CORRESPONDENCE

TO ENSURE COMPLIANCE. WHEN APPROPRIATE, WORKBOOKS OR GRANT CARDS ARE

CREATED TO DOCUMENT EXPENDITURES. REGULAR SITE MONITORING, WHICH

INCLUDES SITE VISITS, IS PERFORMED AS PART OF SHH'S OVERALL COMPLIANCE

EFFORTS.

**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

**SECOND HARVEST HEARTLAND**

Employer identification number

**23-7417654**

**Part I Questions Regarding Compensation**

	Yes	No
<b>1a</b> Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
<input type="checkbox"/> First-class or charter travel		
<input type="checkbox"/> Travel for companions		
<input type="checkbox"/> Tax indemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<b>b</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	<b>1b</b>	
<b>2</b> 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?	<b>2</b>	
<b>3</b> Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
<input type="checkbox"/> Compensation committee		
<input type="checkbox"/> Independent compensation consultant		
<input checked="" type="checkbox"/> Form 990 of other organizations		
<input type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" type="checkbox"/> Approval by the board or compensation committee		
<b>4</b> 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:		
<b>a</b> Receive a severance payment or change-of-control payment?	<b>4a</b>	<b>X</b>
<b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan?	<b>4b</b>	<b>X</b>
<b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement?	<b>4c</b>	<b>X</b>
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
<b>Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.</b>		
<b>5</b> 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:		
<b>a</b> The organization?	<b>5a</b>	<b>X</b>
<b>b</b> Any related organization?	<b>5b</b>	<b>X</b>
If "Yes" to line 5a or 5b, describe in Part III.		
<b>6</b> 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:		
<b>a</b> The organization?	<b>6a</b>	<b>X</b>
<b>b</b> Any related organization?	<b>6b</b>	<b>X</b>
If "Yes" to line 6a or 6b, describe in Part III.		
<b>7</b> 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	<b>7</b>	<b>X</b>
<b>8</b> 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	<b>8</b>	<b>X</b>
<b>9</b> If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	<b>9</b>	

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

Schedule J (Form 990) 2012

**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 ROB ZEASKE CHIEF EXECUTIVE OFFICER	(i)	187,673.	15,000.	0	11,100.	0	213,773.	0
	(ii)	0	0	0	0	0	0	0
2 JANE HOPKINS GOULD CHIEF FINANCIAL OFFICER	(i)	144,895.	640.	375.	9,617.	500.	156,027.	0
	(ii)	0	0	0	0	0	0	0
3	(i)							
	(ii)							
4	(i)							
	(ii)							
5	(i)							
	(ii)							
6	(i)							
	(ii)							
7	(i)							
	(ii)							
8	(i)							
	(ii)							
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

---

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

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**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

**SECOND HARVEST HEARTLAND**

Employer identification number

**23-7417654**

**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	56.	157,327.	AVERAGE COST
10 Securities - Closely held stock . . . . .				
11 Securities - Partnership, LLC, or trust interests . . . . .				
12 Securities - Miscellaneous . . . . .				
13 Qualified conservation contribution - Historic structures . . . . .				
14 Qualified conservation contribution - Other . . . . .				
15 Real estate - Residential . . . . .				
16 Real estate - Commercial . . . . .				
17 Real estate - Other . . . . .				
18 Collectibles . . . . .				
19 Food inventory . . . . .	X		111,267,516.	WHOLESALE-WEIGHT.AVG
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**

30 a 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? . . . . .

	Yes	No
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	
----	---	--

32 a 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.

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

Schedule M (Form 990) (2012)

**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 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

SECOND HARVEST HEARTLAND

Employer identification number

23-7417654

ORGANIZATION'S MISSION

FORM 990 - PART I, LINE I & PART III, LINE 1

OUR MISSION IS TO END HUNGER THROUGH COMMUNITY PARTNERSHIPS. IN THE YEARS SINCE OUR 2001 FOUNDING, SECOND HARVEST HEARTLAND HAS EVOLVED FROM A FOOD BANK FOCUSED ALMOST SOLELY ON FOOD DISTRIBUTION, TO A HUNGER RELIEF AGENCY THAT DRIVES EFFICIENCY, INNOVATION AND COLLABORATION. TODAY, SECOND HARVEST HEARTLAND IS THE LARGEST HUNGER RELIEF AGENCY IN THE UPPER MIDWEST. IN FY13, WE SURPASSED OUR GOAL TO DISTRIBUTE 81 MILLION POUNDS OF FOOD BY MORE THAN 3 MILLION POUNDS (83,831,000). PARTNERSHIPS WITH RETAIL DONORS, GOVERNMENT AGENCIES, CORPORATIONS, FOUNDATIONS, AND INDIVIDUALS COUPLED WITH LEVERAGING EFFICIENCIES WITHIN OUR ORGANIZATION WILL ALLOW US TO CONTINUE TO DELIVER MORE FOOD.

BUT THE EMERGENCY FOOD SYSTEM CAN'T SOLVE THE PROBLEM OF HUNGER ALONE, SO WE ARE CONTINUING TO INVEST IN COMMUNITY OUTREACH EFFORTS, OR BEYOND THE FOOD BANK INITIATIVES, THAT CONNECT THOSE IN NEED WITH THE MEALS THEY NEED TO LIVE HEALTHY, PRODUCTIVE LIVES. THESE PROGRAMS INCLUDE THE SNAP (THE SUPPLEMENTAL NUTRITION ASSISTANCE PROGRAM, FORMERLY KNOWN AS FOOD STAMPS) OUTREACH PROGRAM, THROUGH WHICH OUTREACH SPECIALISTS VISIT FOOD SHELVES, SOUP KITCHENS, AND OTHER ORGANIZATIONS AND EVENTS TO HELP PEOPLE UNDERSTAND THE PROGRAM, AND TO BREAK DOWN BARRIERS TO PARTICIPATION-FROM LACK OF AWARENESS TO DIFFICULT APPLICATION PROCESSES OR OTHER COMPLICATIONS. MORE THAN ONE IN FOUR PEOPLE WHO QUALIFY FOR SNAP ARE LEAVING THEIR BENEFITS ON THE TABLE IN MINNESOTA. THAT'S THE EQUIVALENT



Name of the organization

SECOND HARVEST HEARTLAND

Employer identification number

OF NEARLY \$210 MILLION OF ALREADY-FUNDED FOOD AND FINANCIAL ASSISTANCE UNCLAIMED WHICH COULD ALSO HELP MINNESOTA'S ECONOMY.

SPACE - SPLIT UP PARAGRAPH

THESE INITIATIVES ALSO INCLUDE THE USDA'S SFSP-THE SUMMER FOOD SERVICE PROGRAM-A MINNESOTA DEPARTMENT OF EDUCATION ADMINISTERED PROGRAM THAT FUNDS FREE MEALS TO CHILDREN 18 AND YOUNGER DURING THE SUMMERTIME. WE IDENTIFY HIGH-NEED AREAS ANNUALLY IN OUR COLLABORATION WITH THE MINNESOTA DEPARTMENT OF EDUCATION USING SCHOOL FREE AND REDUCED MEAL PROGRAM DATA TO PROMOTE OUR MINI-GRANTS PROGRAM TO ELIGIBLE AGENCIES AND ORGANIZATIONS, AS WELL AS PLANNING OUR OUTREACH EFFORTS FOR THE YEAR, INCLUDING CONTACTING SCHOOL DISTRICTS ABOUT THE PROGRAM, ETC. SECOND HARVEST HEARTLAND HAS DEDICATED STAFF TO CONDUCT OUTREACH IN TARGETED COMMUNITIES AND PROVIDES MINI-GRANTS TO ORGANIZATIONS TO HELP ALLEVIATE THE BARRIERS TO PARTICIPATION.

FRESH FOOD

INCREASINGLY, FRESH FOOD IS PART OF THE SECOND HARVEST HEARTLAND OFFERING, AS RETAIL PARTNERS AND GROWERS JOIN HUNGER-RELIEF EFFORTS AND CONTINUE TO CONTRIBUTE RECORD LEVELS OF PERISHABLE FOOD. IN FACT, FRESH FOODS COMPRISED MORE THAN 41% OF ALL FOOD DISTRIBUTED THROUGHOUT THE FISCAL YEAR. OF THIS AMOUNT, MORE THAN 29 MILLION POUNDS WERE DISTRIBUTED THROUGH THE FOOD RESCUE PROGRAM-LARGELY COMPRISED OF NUTRITIOUS FOOD SUCH AS PRODUCE, MEAT AND DAIRY OPTIONS.

PARTNERSHIPS CONTINUED TO BE FORMED OR EXPANDED IN FY2013 WITH MINNESOTA GROWERS AND FARMERS, IN AN EFFORT TO BEGIN TO CAPTURE THE MORE OF THE 300

Name of the organization

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MILLION POUNDS OF CROPS-CORN, POTATOES, APPLES, WATERMELON, SQUASH AND MORE-THAT IS EITHER PLOWED UNDER OR UNSOLD EACH YEAR IN OUR STATE. THIS YEAR, THE PRODUCE CAPTURE PROGRAM COLLECTED MORE THAN 5.9 MILLION POUNDS OF SWEET CORN, POTATOES, APPLES, CABBAGE, CARROTS, CUCUMBERS, WATERMELON, TOMATOES AND OTHER PRODUCE.

#### VOLUNTEER PROGRAM

OUR VOLUNTEER PROGRAM IS A VITAL COMPONENT OF OUR EFFORTS TO BRING MORE FOOD TO THOSE WHO ARE HUNGRY IN OUR COMMUNITY. IN THE COMING YEARS WE WILL NEED ADDITIONAL SUPPORT FROM VOLUNTEERS IN ORDER TO SUPPORT OUR CONTINUED GROWTH IN FOOD DISTRIBUTION, PARTICULARLY IN THE AREAS OF OUR FOOD RESCUE PROGRAM AND HARVEST TO HOME, WHICH PROVIDE OPPORTUNITIES FOR US TO PROVIDE INCREASED NUTRITIOUS FOOD STREAMS FOR THOSE IN NEED. AS A RESULT, OVER THE NEXT FIVE YEARS, THE NEED FOR VOLUNTEERS IS EXPECTED TO INCREASE FOUR-FOLD.

IN ORDER TO MEET THIS RAPIDLY GROWING DEMAND, AND TO BETTER SERVE OUR VOLUNTEERS, SECOND HARVEST HEARTLAND IS MAKING SIGNIFICANT CHANGES AND INVESTMENTS IN OUR VOLUNTEER PROGRAM. IN FY13, WE WERE ABLE TO ENGAGE MORE THAN 27,800 INDIVIDUAL VOLUNTEERS WHO CONTRIBUTED MORE THAN 130,000 HOURS-THE EQUIVALENT OF ALMOST 63 FULL-TIME EMPLOYEES.

VOLUNTEERS PLAY A VITAL ROLE IN OTHER PROGRAMMING EFFORTS: PACKING BOXES AND HELPING TO DISTRIBUTE THEM FOR OUR COMMODITIES SUPPLEMENTAL FOOD PROGRAM (CSFP), AND HELPING PEOPLE APPLY FOR CSFP AND SUPPLEMENTAL

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NUTRITION ASSISTANCE PROGRAM (SNAP). CONTINUED GROWTH IN OUR VOLUNTEER PROGRAM IS ALSO REQUIRED TO CONTINUE TO MEET OUR GOALS FOR THOSE IN NEED.

**PROGRAM SERVICES****FORM 990 - PART III**

THE COMMODITY SUPPLEMENTAL FOOD PROGRAM (CSFP) IS ONE OF THE FOUNDATIONAL SERVICES PROVIDED BY SECOND HARVEST HEARTLAND. THROUGH THE PROGRAM, WE PROVIDE FOOD FOR QUALIFYING INDIVIDUALS, FAMILIES, AND SENIORS, DISTRIBUTING 30-35 POUNDS OF NUTRITIONALLY-BALANCED USDA FOOD TO INDIVIDUALS EACH MONTH AT NO COST TO THEM. PROGRAM PARTICIPANTS ARE GIVEN ONE OF THREE HIGHLY NUTRITIOUS FOOD PACKAGES, DEPENDING ON THEIR AGE AND NUTRITIONAL NEEDS AS DETERMINED BY THE USDA. THE PACKAGES MAY INCLUDE CANNED FRUITS, VEGETABLES AND JUICES, DRY AND UHT MILK, AMERICAN CHEESE, CANNED MEAT, PEANUT BUTTER OR DRIED BEANS, CEREAL, RICE OR PASTA. WE SERVE ABOUT 9,300 CLIENTS IN 41 COUNTIES IN MINNESOTA, 95 PERCENT OF WHOM ARE SENIORS. SEE SCHEDULE O FOR ADDITIONAL PROGRAM SERVICE DESCRIPTION.

**ADDITIONAL PROGRAM SERVICES****FORM 990 - PART III**

SINCE FY11, SECOND HARVEST HEARTLAND HAS MADE GREAT STRIDES IN ADDRESSING THE MISSING MEALS GAP BY MOVING BEYOND FOOD DISTRIBUTION ALONE. WE HAVE ENHANCED OUR OUTREACH EFFORTS TO CONNECT ELIGIBLE PEOPLE WITH PUBLIC RESOURCES THROUGH VARIOUS PROGRAMS. MINNESOTA CURRENTLY RANKS 43RD OUT OF 50 STATES FOR ELIGIBLE PEOPLE'S UTILIZATION OF THE SUPPLEMENTAL NUTRITION

Name of the organization

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ASSISTANCE PROGRAM (SNAP - FORMERLY KNOWN AS FOOD STAMPS). SECOND HARVEST HEARTLAND'S SNAP OUTREACH SPECIALISTS VISIT FOOD SHELVES, SOUP KITCHENS, AND OTHER ORGANIZATIONS AND EVENTS TO HELP PEOPLE UNDERSTAND THE PROGRAM, AND TO BREAK DOWN BARRIERS TO PARTICIPATION-FROM LACK OF AWARENESS TO DIFFICULT APPLICATION PROCESSES OR OTHER COMPLICATIONS. IN FY13, WE ASSISTED OVER 3,000 HOUSEHOLDS WITH SNAP APPLICATIONS AND RE-CERTIFICATIONS (A 300% INCREASE SINCE 2010), ADDING OVER 3 MILLION MEALS TO FAMILIES. THE SUMMER FOOD SERVICE PROGRAM IS A MEAL REIMBURSEMENT PROGRAM THAT FUNDS FREE MEALS TO HIGH-NEED CHILDREN 18 AND YOUNGER DURING THE SUMMERTIME. THIS USDA PROGRAM, ADMINISTERED BY THE MINNESOTA DEPARTMENT OF EDUCATION, PROVIDES CHILDREN WITH COMPLETE, WHOLESOME MEALS AT SAFE PLACES FOR CHILDREN ONCE SCHOOL IS OUT OF SESSION FOR THE SUMMER. OUR STAFF CONDUCTS OUTREACH EFFORTS TO INCREASE AWARENESS OF SFSP, AS WELL AS ADMINISTER A MINI-GRANT PROGRAM WHICH PROVIDES MEAL-SITE SPONSORS WITH SUPPORT TO EXPAND THEIR EFFORTS TO FEED MORE CHILDREN.

## PUBLIC AVAILABILITY

PART VI, LINE 19

COPIES OF ALL INFORMATION ARE AVAILABLE UPON REQUEST. FORM 990 IS MADE AVAILABLE THROUGH THE ORGANIZATION'S WEBSITE.

## CONFLICT OF INTEREST POLICY

PART VI, LINE 12C

UPON HIRING, EMPLOYEES ARE PROVIDED A COPY OF THE CONFLICT OF INTEREST POLICY. HUMAN RESOURCES RETAINS A SIGNED COPY FROM EACH EMPLOYEE STATING

Name of the organization

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THEY UNDERSTOOD AND ACCEPTED THE TERMS OF THE POLICY. MEMBERS OF THE BOARD ARE REQUIRED TO PROVIDE A SIGNED AGREEMENT ANNUALLY.

REVIEW OF FORM 990

PART VI, LINE 11A

A DRAFT OF FORM 990 IS INTERNALLY REVIEWED BY THE CHIEF FINANCIAL OFFICER. IT IS THEN REVIEWED BY THE FINANCE COMMITTEE BEFORE IT IS PRESENTED TO THE BOARD OF DIRECTORS FOR APPROVAL.

COMPENSATION OF OFFICERS

PART VI, LINE 15A & 15B

SHH USES EXTERNAL SURVEYS TO EVALUATE ALL EMPLOYEES' COMPENSATION. SHH ALSO USES OTHER COMPENSATION SOURCES AS WELL AS CONSIDERING THE COST-OF-LIVING ADJUSTMENT PER THE FEDERAL SOCIAL SECURITY ADMINISTRATION GUIDELINES, THE CONSUMER PRICE INDEX, AND WAGE AND SALARY TREND REPORTS TO DETERMINE AN APPROPRIATE AVERAGE ANNUAL PERCENTAGE. AN AVERAGE INCREASE BASED ON SECOND HARVEST HEARTLAND'S FINANCIALS IS APPROVED FOR BUDGETING PURPOSES. EMPLOYEES ARE GIVEN A PERFORMANCE APPRAISAL AND A RECOMMENDATION OF AN INCREASE (IF MERITED) IS MADE TO THE EXECUTIVE TEAM.

HUNGER FREE MINNESOTA'S POLICIES - (DISREGARDED ENTITY)

FORM 990, PART VI, SECTION B, LINE 10A AND 10B

HUNGER FREE MINNESOTA, LLC, A DISREGARDED ENTITY FOR TAX PURPOSES, DOES NOT HAVE ANY LOCAL CHAPTERS, BRANCHES, OR AFFILIATES. ALL OF THEIR GOVERNING POLICIES ARE THE SAME AS SECOND HARVEST HEARTLAND.

Name of the organization

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Employer identification number

ATTACHMENT 1FORM 990, PART III - PROGRAM SERVICE, LINE 4B

THE COMMODITY SUPPLEMENTAL FOOD PROGRAM (CSFP) IS ONE OF THE FOUNDATIONAL SERVICES PROVIDED BY SECOND HARVEST HEARTLAND. THROUGH THE PROGRAM, WE PROVIDE FOOD FOR INDIVIDUALS, FAMILIES, AND SENIORS, DISTRIBUTING 29 POUNDS OF NUTRITIONALLY-BALANCED USDA FOOD TO INDIVIDUALS EACH MONTH AT NO COST TO THEM. PROGRAM PARTICIPANTS ARE GIVEN ONE OF THREE HIGHLY NUTRITIOUS FOOD PACKAGES, DEPENDING ON THEIR AGE AND NUTRITIONAL NEEDS AS DETERMINED BY THE USDA. THE PACKAGES MAY INCLUDE CANNED FRUITS, VEGETABLES AND JUICES, DRY AND UHT MILK, AMERICAN CHEESE, CANNED MEAT, PEANUT BUTTER OR DRIED BEANS, CEREAL, RICE OR PASTA. WE SERVE NEARLY 8,500 LOW-INCOME SENIORS AND AN ADDITIONAL 1,500 ADULTS AND CHILDREN MONTHLY. CSFP DISTRIBUTION AVERAGED 319,000 POUNDS PER MONTH, FOR A YEARLY TOTAL OF 3,836,000 POUNDS IN FY12.

ATTACHMENT 2FORM 990, PART III, LINE 4D - OTHER PROGRAM SERVICES

<u>DESCRIPTION</u>	<u>GRANTS</u>	<u>EXPENSES</u>	<u>REVENUE</u>
AGENCY RELATIONS		1,000,932.	
FOOD RESCUE		1,293,370.	
TOTALS		<u>2,294,302.</u>	

ATTACHMENT 3990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
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Name of the organization

SECOND HARVEST HEARTLAND

Employer identification number

ATTACHMENT 3 (CONT'D)990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
RUSS REID CO. 14384 COLLECTIONS CENTER DR CHICAGO, IL 60693	DIRECT MAIL SERVICE	571,211.
DOHERTY TOP TALENT SOLUTIONS 2515 WHITE BEAR AVE NORTH ST PAUL, MN 55109	TEMP EMPLOY SERVICES	205,013.
TRILLIEM DRIVERS 1059 109TH AVE NE MINNEAPOLIS, MN 55434	TEMP EMPLOY SERVICES	167,956.
MINNESOTA PUBLIC RADIO 480 CEDAR STREET ST. PAUL, MN 55101	ADVERTISING	162,954.
SLICE CONSULTING 1810 HARTFORD AVE ST PAUL, MN 55116	DIRECT MAIL	149,470.

ATTACHMENT 4FORM 990, PART VIII - EXCLUDED CONTRIBUTIONS

<u>DESCRIPTION</u>	<u>AMOUNT</u>
DISH	486,539.
VINTER BALL	131,836.
VARIOUS FUNDRAISING EVENTS	214,836.
<b>TOTAL</b>	<u><u>833,211.</u></u>

ATTACHMENT 5

Name of the organization

SECOND HARVEST HEARTLAND

Employer identification number

ATTACHMENT 5 (CONT'D)FORM 990, PART VIII - FUNDRAISING EVENTS

<u>DESCRIPTION</u>	<u>GROSS INCOME</u>	<u>DIRECT EXPENSES</u>	<u>NET INCOME</u>
DISH	191,040.	268,493.	-77,453.
VINTER BALL	103,725.	39,113.	64,612.
VARIOUS FUNDRAISING EVENTS		42,988.	-42,988.
TOTALS	<u>294,765.</u>	<u>350,594.</u>	<u>-55,829.</u>

ATTACHMENT 6FORM 990, PART X - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
PREPAID EXPENSES	16,123.	135,508.
TOTALS	<u>16,123.</u>	<u>135,508.</u>

ATTACHMENT 7FORM 990, PART X - INVESTMENTS - PUBLICLY TRADED SECURITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
INVESTMENTS	1,007,208.	760,713.
TOTALS	<u>1,007,208.</u>	<u>760,713.</u>



**SCHEDULE R  
(Form 990)**

**Related Organizations and Unrelated Partnerships**

OMB No. 1545-0047

**2012**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

▶ **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.**

Name of the organization

**SECOND HARVEST HEARTLAND**

Employer identification number

**23-7417654**

**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
(1) <b>HUNGER FREE MINNESOTA, LLC</b> 1140 GERVAIS AVENUE MAPLEWOOD, MN 55109	<b>HUNGER RELIEF</b>	<b>MN</b>	<b>2,284,948.</b>	<b>2,037,872.</b>	<b>SHH</b>
(2) -----					
(3) -----					
(4) -----					
(5) -----					
(6) -----					

**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
(1) -----							
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							

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

Schedule R (Form 990) 2012

JSA

2E1307 1.000

**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?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												
(4) -----												
(5) -----												
(6) -----												
(7) -----												

**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	No
(1) -----									
(2) -----									
(3) -----									
(4) -----									
(5) -----									
(6) -----									
(7) -----									

**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.

**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?

	Yes	No
<b>a</b> Receipt of <b>(i)</b> interest <b>(ii)</b> annuities <b>(iii)</b> royalties or <b>(iv)</b> rent from a controlled entity		
<b>b</b> Gift, grant, or capital contribution to related organization(s)		
<b>c</b> Gift, grant, or capital contribution from related organization(s)		
<b>d</b> Loans or loan guarantees to or for related organization(s)		
<b>e</b> Loans or loan guarantees by related organization(s)		
<b>f</b> Dividends from related organization(s)		
<b>g</b> Sale of assets to related organization(s)		
<b>h</b> Purchase of assets from related organization(s)		
<b>i</b> Exchange of assets with related organization(s)		
<b>j</b> Lease of facilities, equipment, or other assets to related organization(s)		
<b>k</b> Lease of facilities, equipment, or other assets from related organization(s)		
<b>l</b> Performance of services or membership or fundraising solicitations for related organization(s)		
<b>m</b> Performance of services or membership or fundraising solicitations by related organization(s)		
<b>n</b> Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		
<b>o</b> Sharing of paid employees with related organization(s)		
<b>p</b> Reimbursement paid to related organization(s) for expenses		
<b>q</b> Reimbursement paid by related organization(s) for expenses		
<b>r</b> Other transfer of cash or property to related organization(s)		
<b>s</b> Other transfer of cash or property from related organization(s)		

**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)			
(2)			
(3)			
(4)			
(5)			
(6)			

**Part VI Unrelated Organizations Taxable as a Partnership** (Complete if the organization answered "Yes" on 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 section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1) -----													
(2) -----													
(3) -----													
(4) -----													
(5) -----													
(6) -----													
(7) -----													
(8) -----													
(9) -----													
(10) -----													
(11) -----													
(12) -----													
(13) -----													
(14) -----													
(15) -----													
(16) -----													

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**Part VII** **Supplemental Information**

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

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