Form **990** — Department of the Treasury, Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No. 1545-0047 — **2010** — Open to Public Inspection

A For the 2010 calendar year, or tax year beginning JUL 1, 2010 and ending JUN 30, 2011

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

C Name of organization: National Audubon Society, Inc.

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 225 Varick Street, 7th Floor — Room/suite

City or town, state or country, and ZIP + 4: New York, NY 10014

D Employer identification number: 13-1624102

E Telephone number: (212) 979-3172

G Gross receipts $ 137653793.

F Name and address of principal officer: David Yarnold, 225 Varick Street, New York, NY 10014

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

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

H(c) Group exemption number ▶

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

J Website: ▶ www.audubon.org

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

L Year of formation: 1905 M State of legal domicile: NY

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: Conserve and restore natural ecosystems through education and conservation action.

2 Check this box ▶ ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets.

3	Number of voting members of the governing body (Part VI, line 1a)	3	28
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	27
5	Total number of individuals employed in calendar year 2010 (Part V, line 2a)	5	1085
6	Total number of volunteers (estimate if necessary)	6	9000
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	2457311.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	-191102.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	61373956.	65301714.
	9	Program service revenue (Part VIII, line 2g)	8288645.	4469295.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	7624670.	27508556.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	2781832.	5935798.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	80069103.	103215363.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	2098648.	1821434.
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	43580753.	45909774.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	550736.	461525.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 10462138.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	35668829.	37861811.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	81898966.	86054544.
	19	Revenue less expenses. Subtract line 18 from line 12	-1829863.	17160819.
			Beginning of Current Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	305912535.	432930715.
	21	Total liabilities (Part X, line 26)	35712814.	32286463.
	22	Net assets or fund balances. Subtract line 21 from line 20	270199721.	400644252.

Part II Signature Block

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

Sign Here ▶ Signature of officer — Date 3/21/2012

▶ Patricia Douglas, Assistant Secretary — Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name: Daniel Romano — Preparer's signature — Date 2/29/12 — Check ☐ if self-employed — PTIN P00504182

Firm's name ▶ Grant Thornton LLP — Firm's EIN ▶ 36-6055558

Firm's address ▶ 666 Third Avenue, New York, NY 10017 — Phone no. (212)542-9609

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:

National Audubon Society, Inc's mission is to conserve and restore natural ecosystems, focusing on birds and other wildlife, for the benefit of humanity and the earth's biological diversity.

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

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

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

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

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses $ 48485234. including grants of $ 797279.) (Revenue $ 5267564.)

Field Conservation: Audubon and its unparalleled network of state offices, Chapters, Centers and Important Bird Areas integrated Science, Education and Policy in a comprehensive strategy to protect birds and their habitat. Field staff led volunteers and partners in hands-on restoration and stewardship of critical habitat, engaged diverse audiences in conservation action and in their communities, and promoted environmentally sound public policy. Our partnership with BirdLife International extended our reach and impact throughout the hemisphere.

Our Important Bird Areas (IBA) program has identified 2,545 places in the U.S. of vital importance to bird populations and is working to safeguard the nearly 380 million acres these IBAs encompass through

4b (Code:) (Expenses $ 21136582. including grants of $ 1024155.) (Revenue $ 2706625.)

National Conservation: Audubon's national conservation programs include Science, Education, Policy and International Alliances. Each provided broad leadership and alignment for our field conservation work throughout the Audubon network, focusing on the issues most critical for birds: protecting Important Bird Areas; saving our seas and shores; combating and mitigating the impacts of climate change; creating bird-friendly communities; and working with private landowners to make working lands work for birds.

Audubon's Citizen science initiatives, like the century-old Christmas Bird Count, provided much-needed data to inform conservation strategy. In FY11, Audubon expanded its work to predict and mitigate the impacts

4c (Code:) (Expenses $ including grants of $) (Revenue $)

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

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

4e **Total program service expenses** ▶ 69621816.

See Schedule O for Continuation(s)

Part IV Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? *If "Yes," complete Schedule C, Part II*	4	X	
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7	X	
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8	X	
9	Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9	X	
10	Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	X	
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.			
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? *If "Yes," complete Schedule D, Part VI*	11a	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		X
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VIII*	11c		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part IX*	11d	X	
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? *If "Yes," complete Schedule D, Part X*	11f	X	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12a	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional*	12b		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the United States? *If "Yes," complete Schedule F, Parts I and IV*	14b	X	
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Parts II and IV*	15	X	
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Parts III and IV*	16		X
17	Did the organization report a total of more than $15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? *If "Yes," complete Schedule G, Part I*	17	X	
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20a	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20a		X
b	If "Yes" to line 20a, did the organization attach its audited financial statements to this return? **Note.** Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)	20b		

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
21	Did the organization report more than $5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	X	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K. If "No", go to line 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	27		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		X
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30	X	
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		X
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34	X	
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)?	35	X	
a	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2* ☐ Yes ☒ No			
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		X
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? **Note.** All Form 990 filers are required to complete Schedule O	38	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	492			
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	1085			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file*. (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a	X	
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b	X	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a	X	
b	If "Yes," enter the name of the foreign country: ▶ Canada					
	See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible?			6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c	X	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	0			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h	X	
8	**Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		
9	**Sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter:					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter:					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state?			13a		
	Note. See the instructions for additional information the organization must report on Schedule O.					
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		X
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

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

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

Section A. Governing Body and Management

			Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year 1a 28			
b	Enter the number of voting members included in line 1a, above, who are independent 1b 27			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?	5		X
6	Does the organization have members or stockholders?	6	X	
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a	X	
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a	The governing body?	8a	X	
b	Each committee with authority to act on behalf of the governing body?	8b	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	9		X

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

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

Section C. Disclosure

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

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

[X] Own website [ ] Another's website [X] Upon request

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

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

Pat Douglas, Assistant Secretary - (212)979-3172
225 Varick Street, 7th Floor, New York, NY 10014

See Schedule O for full list of states

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

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

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 (describe hours for related organizations in Schedule O)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Leigh Altadonna Director	8.00	X						0.	0.	0.
Jon Anda Director	8.00	X						0.	0.	0.
Peter Cannon Jr. Director	8.00	X						0.	0.	0.
Caroline C. Coe Director	8.00	X						0.	0.	0.
Mary McDermott Cook Director	8.00	X						0.	0.	0.
Alan Dolan Director	8.00	X						0.	0.	0.
Joseph Ellis Director	8.00	X						0.	0.	0.
Victor Emanuel Director	8.00	X						0.	0.	0.
Margot Ernst Secretary, Director	8.00	X		X				0.	0.	0.
David B. Ford Director	8.00	X						0.	0.	0.
Ralf R. Graves Director	8.00	X						0.	0.	0.
David B. Hartwell Director	8.00	X						0.	0.	0.
Joy Hester Director	8.00	X						0.	0.	0.
S. Joyce King Director	8.00	X						0.	0.	0.
Allen J. Model Treasurer, Director	8.00	X		X				0.	0.	0.
Jane-Kerin Moffat Director	8.00	X						0.	0.	0.
Peggy Montano Assistant Secretary, Director	8.00	X		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 (describe hours for related organizations in Schedule O)	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Jess Morton Director	8.00	X						0.	0.	0.
Kristi Patterson Director	8.00	X						0.	0.	0.
Terry Root Director	8.00	X						0.	0.	0.
C. Sidamon-Eristoff Director	8.00	X						0.	0.	0.
Alexander Zagoreos Director	8.00	X						0.	0.	0.
Roger Wolf Director	8.00	X						0.	0.	0.
Alan Wilson Vice Chair,Director	8.00	X		X				0.	0.	0.
Victor D. Vidales III Director	8.00	X						0.	0.	0.
Douglas Varley Director	8.00	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								6595727.	0.	1018577.
d Total (add lines 1b and 1c)								6595727.	0.	1018577.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 in reportable compensation from the organization ▶ 45

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation
WC National Mailing Corporation PO Box 634260, Cincinnati, OH 45263	Mailing	1468634.
Palm Coast Data 3787 Solutions Center, Chicago, IL 60677	Membership Processing	1056200.
Quad Graphics PO Box 930505, Atlanta, GA 31193	Mailing	649096.
ADP Inc PO Box 9001006, Louisville, KY 40290	Payroll and HRIS Service	461331.
Hub Labels Inc 18223 Shawley Drive, Hagerstown, MD 21740	Printing	374932.

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 ▶ 24

See Part VII, Section A Continuation sheets

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

(A) Name and title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
B. Holt Thrasher Chair, Director	8.00	X		X				0.	0.	0.
Michael Stolper Assistant Secretary, Director	8.00	X		X				0.	0.	0.
Virginia Stowe Director	8.00	X						0.	0.	0.
Marina Skumanich Director	8.00	X						0.	0.	0.
Lloyd Semple Vice Chair, Director	8.00	X		X				0.	0.	0.
Carol Schilling Director	8.00	X						0.	0.	0.
Andrew Sansom Director	8.00	X						0.	0.	0.
Frank Gill Director (started 1/29/11)	8.00	X						0.	0.	0.
Frank Gill President and CEO (1/20/10-8/31/10)	40.00			X				109846.	0.	0.
David Yarnold President and CEO (started 9/1/10)	40.00			X				164754.	0.	7069.
Judy Braus VP, Centers and Education	40.00			X				162224.	0.	14503.
Annie Brown VP, Strategic Gifts	40.00			X				91626.	0.	20629.
Norman Brunswig VP and State Director	40.00			X				106198.	0.	62344.
Craig Lee Director of International Relations	40.00			X				113519.	0.	16780.
Daniel Rutberg VP, CIO	40.00			X				237905.	0.	15930.
Albert Caccese VP and Executive Director	40.00			X				126646.	0.	4517.
Christopher Canfield VP,Gulf Coast Conservation MS Flyway	40.00			X				81051.	0.	14919.
Glenn E Olson Vice President	40.00			X				208862.	0.	104022.
Graham Chisholm VP and Executive Director	40.00			X				169275.	0.	26340.
Joseph De Marco VP for Human Resources	40.00			X				172551.	0.	5054.
Total to Part VII, Section A, line 1c										

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

(A) Name and title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Les Corey VP CDO	40.00			X				213063.	0.	21067.
Lynn Tennefoss VP for States and Chapter Services	40.00			X				95884.	0.	11272.
Marc Scollo VP Fin. Mgt. Field Solutions	40.00			X				141141.	0.	26359.
Margaret Olsen VP and Chief Conservation Officer	40.00			X				169775.	0.	11860.
Michael J Daulton VP of Government Relations	40.00			X				107390.	0.	4114.
Michelle Scott VP and General Counsel and Asst Sect	40.00			X				188502.	0.	9013.
Monique Quinn VP and CFO, Asst Secty and Asst Trea	40.00			X				184605.	0.	28011.
Patricia M. Douglas VP,Controller and Asst Secty	40.00			X				141415.	0.	42682.
Philip B. Kavits VP, Marketing and Comm.	40.00			X				237968.	0.	18417.
Eric Draper VP and State Director	40.00			X				111156.	0.	13507.
Teresa M Present VP Conservation, Strategic Planning	40.00			X				107091.	0.	8772.
Tom Bancroft VP and Chief Scientist	40.00			X				214878.	0.	33452.
Wayne Mones VP, Planned Giving	40.00			X				131622.	0.	48311.
Paul Kemp VP Gulf Coast Initiave	40.00			X				92054.	0.	25866.
Stephen Kress VP Bird Conservation	40.00			X				77095.	0.	54328.
Marian Langan VP Audubon Nebraska State Director	40.00			X				49050.	0.	8746.
Douglas Parker VP and Executive Director	40.00			X				83695.	0.	23845.
Mark Peterson VP and Executive Director	40.00			X				87288.	0.	14614.
William Pierson VP,Lower Mississippi Flyway	40.00			X				82205.	0.	20656.
Sarah Porter VP and Executive Director	40.00			X				75277.	0.	21723.
Total to Part VII, Section A, line 1c										

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

(A) Name and title	(B) Average hours per week	(C) Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
Tony Robyn VP,Upper Mississippi Flyway	40.00			X				97389.	0.	23280.
Brian Rutledge VP and Executive Director	40.00			X				110389.	0.	18502.
David Seideman VP and Editor-In-Chief	40.00			X				134183.	0.	29779.
Heather Starck VP and Executive Director	40.00			X				69600.	0.	15496.
Karyn Stockdale VP and Executive Director	40.00			X				78473.	0.	23365.
Henry Tepper VP State Programs-Eastern Region	40.00			X				137889.	0.	4002.
Genevieve Thompson VP and State Director	40.00			X				65578.	0.	3173.
Philip Wallis VP and Executive Director	40.00			X				97505.	0.	415.
Nils Warnock VP and Executive Director	40.00			X				48815.	0.	10158.
Thomas Baptist VP and State Director	40.00			X				123942.	0.	25757.
Robert Benson VP and Executive Director	40.00			X				93342.	0.	15819.
Jacquelyn Bonomo VP and Executive Director	40.00			X				113592.	0.	10300.
Gregory Licciardi Publisher	40.00					X		177796.	0.	28960.
Kevin Fisher Design Director	40.00					X		141209.	0.	12351.
Lindsay Maurer Director Development Membership	40.00					X		129422.	0.	23769.
Edward Whitaker Managing Director Marketing/Pub.	40.00					X		128254.	0.	16638.
Roger Pasquier Director of Foundations	40.00					X		127592.	0.	12745.
John Flicker President and CEO (departed 1/19/10)	40.00						X	385146.	0.	5346.
Total to Part VII, Section A, line 1c								6595727.		1018577.

Part VIII Statement of Revenue

					(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a	Federated campaigns	1a	130107.				
	b	Membership dues	1b					
	c	Fundraising events	1c	1771728.				
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	7381627.				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	56018252.				
	g	Noncash contributions included in lines 1a-1f: $		1447657.				
	h	Total. Add lines 1a-1f ▶			65301714.			
Program Service Revenue			Business Code					
	2 a	Tuition Income	900099		2378698.	2378698.		
	b	Admissions	900099		1076142.	1076142.		
	c	Contractual Revenue	900099		512752.	512752.		
	d	Christmas Bird Count	900099		206541.	206541.		
	e	Registration Fees	900099		91738.	91738.		
	f	All other program service revenue	900099		203424.	203424.		
	g	Total. Add lines 2a-2f ▶			4469295.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			10818641.			10818641.
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶			1451519.		35195.	1416324.
			(i) Real	(ii) Personal				
	6 a	Gross Rents	580882.					
	b	Less: rental expenses						
	c	Rental income or (loss)	580882.					
	d	Net rental income or (loss) ▶			580882.			580882.
			(i) Securities	(ii) Other				
	7 a	Gross amount from sales of assets other than inventory	37484434	12441312				
	b	Less: cost or other basis and sales expenses	33203202	32629.				
	c	Gain or (loss)	4281232.	12408683				
	d	Net gain or (loss) ▶			16689915.			16689915.
	8 a	Gross income from fundraising events (not including $ 1771728. of contributions reported on line 1c). See Part IV, line 18	a	541945.				
	b	Less: direct expenses	b	652020.				
	c	Net income or (loss) from fundraising events ▶			-110075.			-110075.
	9 a	Gross income from gaming activities. See Part IV, line 19	a					
	b	Less: direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10 a	Gross sales of inventory, less returns and allowances	a	1598162.				
	b	Less: cost of goods sold	b	550579.				
	c	Net income or (loss) from sales of inventory ▶			1047583.	1047583.		
		Miscellaneous Revenue	Business Code					
	11 a	Advertising	541800		2292080.		2292080.	
	b	List Rental	533110		543773.			543773.
	c	Catering Income	722320		130036.		130036.	
	d	All other revenue						
	e	Total. Add lines 11a-11d ▶			2965889.			
	12	Total revenue. See instructions. ▶			103215363.	5516878.	2457311.	29939460.

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) but are not required to complete columns (B), (C), and (D).

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	1754800.	1754800.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16	66634.	66634.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	6594674.	5325003.	591621.	678050.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	30441057.	24948921.	2029843.	3462293.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	3807477.	3295285.	38465.	473727.
9 Other employee benefits	2169526.	1876003.	10423.	283100.
10 Payroll taxes	2897040.	2490936.	40548.	365556.
11 Fees for services (non-employees):				
a Management				
b Legal	464760.	188888.	242352.	33520.
c Accounting	190374.		190374.	
d Lobbying	487509.	487509.		
e Professional fundraising services. See Part IV, line 17	461525.			461525.
f Investment management fees	471960.		471960.	
g Other	4390408.	3875145.	450122.	65141.
12 Advertising and promotion	276300.	112979.	9193.	154128.
13 Office expenses	13891938.	10543270.	32459.	3316209.
14 Information technology	883681.	830094.	35824.	17763.
15 Royalties				
16 Occupancy	3993247.	3234582.	488763.	269902.
17 Travel	2091866.	1801364.	47347.	243155.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	700332.	548928.	73421.	77983.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	3080485.	2837460.	187012.	56013.
23 Insurance	1193001.	1096129.	41747.	55125.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24f. If line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O.)				
a Service Bureaus	1479842.	1079753.	154828.	245261.
b Membership Fulfillment	1405290.	661569.	623224.	120497.
c Chapter Support	978902.	941628.		37274.
d Commissions	424079.	379807.	2751.	41521.
e Taxes	235127.	221496.	9236.	4395.
f All other expenses	1222710.	1023633.	199077.	
25 **Total functional expenses.** Add lines 1 through 24f	86054544.	69621816.	5970590.	10462138.
26 **Joint costs.** Check here ▶ [X] if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation	8571000.	4564000.	0.	4007000.

Part X Balance Sheet

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	2796624.	1	2235286.
	2	Savings and temporary cash investments	24658614.	2	43957854.
	3	Pledges and grants receivable, net	2051616.	3	3102777.
	4	Accounts receivable, net	5304465.	4	6333348.
	5	Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	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)		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use	367233.	8	418263.
	9	Prepaid expenses and deferred charges	1728316.	9	1992845.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 171545665.			
	b	Less: accumulated depreciation — 10b: 24192522.	52552701.	10c	147353143.
	11	Investments - publicly traded securities	152925053.	11	163112052.
	12	Investments - other securities. See Part IV, line 11	27264971.	12	22529115.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets	25500.	14	25500.
	15	Other assets. See Part IV, line 11	36237442.	15	41870532.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	305912535.	16	432930715.
Liabilities	17	Accounts payable and accrued expenses	7310245.	17	8750175.
	18	Grants payable		18	
	19	Deferred revenue	786798.	19	1409284.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	2159841.	21	1981035.
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities. Complete Part X of Schedule D	25455930.	25	20145969.
	26	**Total liabilities.** Add lines 17 through 25	35712814.	26	32286463.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	37947609.	27	130504346.
	28	Temporarily restricted net assets	155402522.	28	176528090.
	29	Permanently restricted net assets	76849590.	29	93611816.
		Organizations that do not follow SFAS 117, check here ▶ [ ] and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	270199721.	33	400644252.
	34	Total liabilities and net assets/fund balances	305912535.	34	432930715.

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	103215363.
2	Total expenses (must equal Part IX, column (A), line 25)	2	86054544.
3	Revenue less expenses. Subtract line 2 from line 1	3	17160819.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	270199721.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	113283712.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	400644252.

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990: [ ] Cash [X] Accrual [ ] Other ____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	X	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.			
d	If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: [X] Separate basis [ ] Consolidated basis [ ] Both consolidated and separate basis			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X	
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	X	

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047
2010
Open to Public Inspection

Name of the organization National Audubon Society, Inc.
Employer identification number 13-1624102

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

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

1 [ ] A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
2 [ ] A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
3 [ ] A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
4 [ ] A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: ______
5 [ ] An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
6 [ ] A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
7 [X] An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
8 [ ] A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
9 [ ] An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
10 [ ] An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
11 [ ] An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
a [ ] Type I b [ ] Type II c [ ] Type III - Functionally integrated d [ ] Type III - Other
e [ ] By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box .... [ ]
g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

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

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

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

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

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) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	59878200.	80661418.	61573219.	61373956.	65301714.	328788507
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 through 3	59878200.	80661418.	61573219.	61373956.	65301714.	328788507
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						8846755.
6 **Public support.** Subtract line 5 from line 4.						319941752

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4	59878200.	80661418.	61573219.	61373956.	65301714.	328788507
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	10425734.	9756609.	8410053.	8230208.	12945883.	49768487.
9 Net income from unrelated business activities, whether or not the business is regularly carried on	25822.					25822.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)					541945.	541945.
11 **Total support.** Add lines 7 through 10						379124761

12 Gross receipts from related activities, etc. (see instructions) ..... 12 | 32112726.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f)) ..... 14 | 84.39 %

15 Public support percentage from 2009 Schedule A, Part II, line 14 ..... 15 | 86.13 %

16a **33 1/3% support test - 2010.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ..... ▶ [X]

b **33 1/3% support test - 2009.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ..... ▶ ☐

17a **10% -facts-and-circumstances test - 2010.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ..... ▶ ☐

b **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ..... ▶ ☐

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

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of $5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support (Add lines 9, 10c, 11, and 12.)						

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

Section C. Computation of Public Support Percentage

15	Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2009 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2010** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2009** Schedule A, Part III, line 17	18	%

19a **33 1/3% support tests - 2010.** 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 - 2009.** 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).

Schedule A, Part II, Line 10, Explanation for Other Income:

Gross income from Special Events

SCHEDULE C (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Political Campaign and Lobbying Activities

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

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

OMB No. 1545-0047

2010

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 35a (Proxy Tax), then

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

Name of organization	Employer identification number
National Audubon Society, Inc.	13-1624102

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-.

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.

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
b Total lobbying expenditures to influence a legislative body (direct lobbying)		
c Total lobbying expenditures (add lines 1a and 1b)		
d Other exempt purpose expenditures		
e Total exempt purpose expenditures (add lines 1c and 1d)		
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		

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

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

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

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

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) Total
2a Lobbying nontaxable amount					
b Lobbying ceiling amount (150% of line 2a, column(e))					
c Total lobbying expenditures					
d Grassroots nontaxable amount					
e Grassroots ceiling amount (150% of line 2d, column (e))					
f 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)).

		(a) Yes	(a) No	(b) Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a	Volunteers?	X		
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c	Media advertisements?	X		9356.
d	Mailings to members, legislators, or the public?	X		46913.
e	Publications, or published or broadcast statements?	X		4161.
f	Grants to other organizations for lobbying purposes?	X		487589.
g	Direct contact with legislators, their staffs, government officials, or a legislative body?	X		143340.
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?	X		12091.
i	Other activities? If "Yes," describe in Part IV		X	
j	Total. Add lines 1c through 1i			703450.
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?		X	
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

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

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

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

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

Part IV Supplemental Information

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

Audubon's lobbying activities includes meeting with government officials, distributing material through various media including e-mail to the general public on environmental issues and working with outside consultants to develop strategies to influence legislation.

SCHEDULE D (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

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

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

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

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

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

1 Purpose(s) of conservation easements held by the organization (check all that apply).

☐ Preservation of land for public use (e.g., recreation or education)
☐ Preservation of an historically important land area
☒ Protection of natural habitat
☐ Preservation of a certified historic structure
☐ Preservation of open space

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

			Held at the End of the Tax Year
a	Total number of conservation easements	2a	25
b	Total acreage restricted by conservation easements	2b	3578.78
c	Number of conservation easements on a certified historic structure included in (a)	2c	0
d	Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d	0

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ 2

4 Number of states where property subject to conservation easement is located ▶ 9

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

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ 99

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ $ 9818.

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

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

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

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

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

(i) Revenues included in Form 990, Part VIII, line 1 ▶ $ 38248.

(ii) Assets included in Form 990, Part X ▶ $ 823754.

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

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

b Assets included in Form 990, Part X ▶ $

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

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

a [X] 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 XIV.

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 [X] 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 [X] No

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

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

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

b If "Yes," explain the arrangement in Part XIV.

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	144699238.	132089720.	165120294.		
b Contributions	6315427.	9950612.	6461148.		
c Net investment earnings, gains, and losses	21037468.	11427139.	-25326566.		
d Grants or scholarships	53180.	34980.	227000.		
e Other expenditures for facilities and programs	4658602.	5727253.	11792156.		
f Administrative expenses	4740000.	3006000.	2146000.		
g End of year balance	162600351.	144699238.	132089720.		

2 Provide the estimated percentage of the year end balance held as:

a Board designated or quasi-endowment ▶ 23.00 %

b Permanent endowment ▶ 77.00 %

c Term endowment ▶ %

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

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

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

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	94892914.			94892914.
b Buildings	42620599.		13739920.	28880679.
c Leasehold improvements	22745433.		3291782.	19453651.
d Equipment	10462965.		7160820.	3302145.
e Other	823754.			823754.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				147353143.

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) Investment Funds Managed		
(B) by Others	2781680.	End-of-Year Market Value
(C) Limited Partnerships	19747435.	End-of-Year Market Value
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col (b) must equal Form 990, Part X, col (B) line 12.) ▶	22529115.	

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

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

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

(a) Description	(b) Book value
(1) Beneficial Interest in Charitable Trusts	41754378.
(2) Security deposits	103614.
(3) Property for Sale	12540.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15.)* ▶	41870532.

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

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) Pension and other postretirement	
(3) benefit	11725089.
(4) Deferred rent	3622836.
(5) Obligations Under Charitable	
(6) Trusts	4798044.
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25.)* ▶	20145969.

2. FIN 48 (ASC 740) Footnote. In Part XIV, 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).

Part XI Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	103215363.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	86054544.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	17160819.
4	Net unrealized gains (losses) on investments	4	15038202.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	91812706.
8	Other (Describe in Part XIV.)	8	6432804.
9	Total adjustments (net). Add lines 4 through 8	9	113283712.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	130444531.

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

1	Total revenue, gains, and other support per audited financial statements			1	124513190.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	15038202.		
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV.)	2d	7531679.		
e	Add lines 2a through 2d			2e	22569881.
3	Subtract line 2e from line 1			3	101943309.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	450445.		
b	Other (Describe in Part XIV.)	4b	821609.		
c	Add lines 4a and 4b			4c	1272054.
5	Total revenue. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 12.)*			5	103215363.

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

1	Total expenses and losses per audited financial statements			1	85902841.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a			
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIV.)	2d	652020.		
e	Add lines 2a through 2d			2e	652020.
3	Subtract line 2e from line 1			3	85250821.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:				
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	450445.		
b	Other (Describe in Part XIV.)	4b	353278.		
c	Add lines 4a and 4b			4c	803723.
5	Total expenses. Add lines 3 and 4c. *(This must equal Form 990, Part I, line 18.)*			5	86054544.

Part XIV Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

Part II, line 9: Sch D, Part II, Q 3-Number of conservation easements modified transferred etc: 2.

Sch D Part II, Q 5-Written Policy Regarding Easement:The organization has extensive policies and procedures which includes written documents explaining the proper procedures in acquiring, monitoring and enforcing said conservation easement. These policies include: meetings with the landowners, site reviews, completion of questionnaires to ensure landowner

Part XIV Supplemental Information *(continued)*

compliance is met, annual inspections are performed, assignment of dedicated staff and Board approval of significant items.

Schedule D Part II, Q 9 Reported in Financial Statements: The organization records the acquisition of easements and sanctuaries at cost when purchased and fair market value when donated.

Part III, line 4: From time to time Audubon receives artwork relevant to our mission, such as drawings and illustations of birds, and displays such art in various Audubon centers and sanctuaries.

Part IV, line 2b: Part X, line 21 of the Form 990 includes $349,996 in Agency Funds held for other nonprofit organizations and $1,631,039 in funds held for employees and former employees of Audubon related to a deferred compensation plan to which funds are no longer being contributed.

Part V, line 4: The endowment funds are donor-restricted funds held in perpetuity. The Board designates a budgeted spending limit calculated at 5 per cent of the average of the rolling three-year market value, subject to limitations where applicable under the law. These funds are used to further the company's goals of conservation and restoration of our natural ecosystems.

Part X, Line 2: Effective July 1, 2009, Audubon adopted the provisions of FASB Interpretation No. 48 ("FIN 48"), "Accounting for Uncertainties in Income Taxes-an interpretation of FASB Statement No. 109", now incorporated in Accounting Standards Codification ("ASC") 740. ASC 740-10 clarifies the accounting for uncertainty in tax positions or expected to

Part XIV Supplemental Information *(continued)*

be taken in a tax return, including issues relating to financial statement recognition and measurement.

This section provides that the tax effects from an uncertain tax position can be recognized in the financial statements only if the position is "more-likely-than-not" to be sustained if the position were challenged by a taxing authority. The assessment of the tax position is based solely on the technical merits of the position, without regard to the likelihood that the tax position may be challenged. The adoption of ASC 740-10 did not have a material impact on Audubon's financial statements.

Part XI, Line 8 - Other Adjustments:

Non Earnings increase in value Charitable trusts:	6393758.
Pension Adjustment:	-342622.
Discounted Pledges on Receivables:	-104233.
Charitable Trust Additions:	485901.
Total to Schedule D, Part XI, Line 8	6432804.

Part XII, Line 2d - Other Adjustments:

Charitable Trust additions	485901.
Unrealized Appreciation in Charitable Trust Agreements	6393758.
Special Events Expense	652020.
Total to Schedule D, Part XII, Line 2d	7531679.

Part XII, Line 4b - Other Adjustments:

Discounted Pledges on Receivables	104233.
Royalty Expenses	353278.
Miscellaneous Adjustment-Rounding	-1.
Earnings from subsidiary	364099.

Part XIV Supplemental Information *(continued)*

Total to Schedule D, Part XII, Line 4b 821609.

Part XIII, Line 2d - Other Adjustments:

Special Events Expense 652020.

Part XIII, Line 4b - Other Adjustments:

Royalty Expense 353278.

Schedule D, Part XI, Line 7: Prior Period Adjustment:

The adjustment is due to the capitalization of land which was previously expensed.

SCHEDULE F (Form 990)

Department of the Treasury Internal Revenue Service

Statement of Activities Outside the United States

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 14b, 15, or 16.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2010

Open to Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

Part I **General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 14b.

1 **For grantmakers.** 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? .... [X] Yes [ ] No

2 **For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of grant funds outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
Central America	0	0	Grantmaking	Birdlife conservation	39634.
North America	0	0	Grantmaking	Birdlife conservation	14000.
South America	0	0	Grantmaking	Birdlife conservation	8000.
East Asia and the Pacific	0	0	Grantmaking	Birdlife conservation	5000.
3 a Sub-total	0	0			66634.
b Total from continuation sheets to Part I	0	0			0.
c **Totals** (add lines 3a and 3b)	0	0			66634.

Part II **Grants and Other Assistance to Organizations or Entities Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than $5,000. Check this box if no one recipient received more than $5,000 ▶ ☐

Part II can be duplicated if additional space is needed.

1 (a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
		Central America	Conservation	39634.	Cash Payment	0.		Not applicable
		North America	Conservation	14000.	Cash Payment	0.		Not applicable
		South America	Conservation	8000.	Cash Payment	0.		Not applicable

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ▶ 3

3 Enter total number of other organizations or entities ▶ 0

Part III **Grants and Other Assistance to Individuals Outside the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 16.

Part III can be duplicated if additional space is needed.

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

Part IV Foreign Forms

1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* ..... [X] Yes [ ] No

2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* ..... [ ] Yes [X] No

3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons with respect to Certain Foreign Corporations. (see Instructions for Form 5471)* ..... [ ] Yes [X] No

4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* ..... [ ] Yes [X] No

5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons with respect to Certain Foreign Partnerships. (see Instructions for Form 8865)* ..... [ ] Yes [X] No

6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* ..... [ ] Yes [X] No

Part V Supplemental Information

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information.

Schedule F, Part I, Line 2: Audubon's International Alliance Program Department monitors the activity of foreign grantees. Grantees are required to fill out a questionnaire to determine if that organization's request for funds is compatible with Audubon's goals. To be approved, the grantee must sign an agreement which includes submission to Audubon of progress and financial reports and Audubon's right to audit the grantee's financial records pertaining to the applicable project.

In addition Audubon will periodically conduct site visits to ensure that the work Audubon is supporting is being performed.

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

2010

Open To Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number 13-1624102

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

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

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

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

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
Brickmill Marketing Services - 24 Millbrook Road, Wilton,	Creative Services for Direct Mail Packages		X	282886.	163696.	119190.
Donor Services Group - 6715 Sunset Bvd, Hollywood, CA	Telemarketer		X	126114.	161211.	-35097.
SCA Direct Inc. - 11200 Waples Mill Rd. Ste 150,	Creative Services for Direct Mail Packages		X	111605.	25500.	86105.
Sea Change Direct Marketing, LLC - 7409 Birch Ave, Takoma	Volunteer Donor Engagement Strategy		X	37948.	54750.	-16802.
Share Group - 73 Chapel St, Newton, MA 02458	Telemarketer		X	19754.	17968.	1786.
Convio - 11501 Domain Drive, Suite 200, Austin, TX 78758	Fundraising Strategy		X	0.	38400.	-38400.
Total ▶				578307.	461525.	116782.

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.

AK,AZ,AR,CA,CO,CT,DC,FL,GA,HI,IL,IN,KS,KY,LA,ME,MD,MA,MI,MN,MS,MO,NE,NH,NJ
NM,NY,NC,ND,OH,OK,OR,PA,RI,SC,TN,UT,VA

See Part IV for continuations

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

		(a) Event #1 Annual Leadership (event type)	(b) Event #2 Woman in Conservation (event type)	(c) Other events 30 (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts	646221.	341638.	1246522.	2234381.
	2 Less: Charitable contributions	596756.	298237.	868754.	1763747.
	3 Gross income (line 1 minus line 2)	49465.	43401.	377768.	470634.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses	165998.	110719.	342473.	619190.
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				(619190.)
	11 Net income summary. Combine line 3, column (d), and line 10 ▶				-148556.

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

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

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

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

b If "No," explain: ____

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

b If "Yes," explain: ____

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

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

13 Indicate the percentage of gaming activity operated in:

a The organization's facility 13a %

b An outside facility 13b %

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

Name ▶

Address ▶

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

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

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

Name ▶

Address ▶

16 Gaming manager information:

Name ▶

Gaming manager compensation ▶ $

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions:

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

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

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

Schedule G, Part I, Line 2b, List of Ten Highest Paid Fundraisers:

(i) Name of Fundraiser: Brickmill Marketing Services

(i) Address of Fundraiser: 24 Millbrook Road, Wilton, NH 03086

(i) Name of Fundraiser: Donor Services Group

(i) Address of Fundraiser: 6715 Sunset Bvd, Hollywood, CA 90028

(i) Name of Fundraiser: SCA Direct Inc.

Part IV Supplemental Information *(continued)*

(i) Address of Fundraiser:

11200 Waples Mill Rd. Ste 150, Fairfax, VA 22030

(i) Name of Fundraiser: Sea Change Direct Marketing, LLC

(i) Address of Fundraiser: 7409 Birch Ave, Takoma Park, MD 20912

(i) Name of Fundraiser: Share Group

(i) Address of Fundraiser: 73 Chapel St, Newton, MA 02458

(i) Name of Fundraiser: Convio

(i) Address of Fundraiser: 11501 Domain Drive, Suite 200, Austin, TX 78758

Schedule G, Part I, Line 2b, Column (v): National Audubon Society, Inc. contracted with professional fundraisers to provide telemarketing services. The purpose of these services is to enhance and increase a donor base that is sustainable over an extended period of time. It is not unusual that this type of activity will generate a negative cash flow in any given year, similar to a capital investment. The company pays a consultant for services which may generate donations in that year less than the fees paid to the fundraiser; but the company will receive future benefits as many of these donors will continue to contribute to the organization thus making the costs of this service valuable to the company.

Audubon also engages professional fundraising counsels to provide fundraising strategy as well as designing solicitation materials for mailing.

Part IV Supplemental Information *(continued)*

Payments to fundraising counsels are for strategies and general services to enable Audubon to reach donors and potential donors. These services do not include payments for actual solicitation and therefore do not directly generate donations.

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047
2010
Open to Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number 13-1624102

Part I General Information on Grants and Assistance

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

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

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than $5,000. Check this box if no one recipient 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
Altacal Audubon Society PO Box 367 Chico, CA 95927	68-0015173	501(c)(3)	6982.	0.	Not applicable		Conservation
Atchafalaya Basinkeeper Inc. 162 Croydon Ave Baton Rouge, LA 70806	51-0526541	501(c)(3)	50000.	0.	Not applicable		Conservation
Atlanta Audubon Society 4055 Roswell Road Atlanta, GA 30342	58-1834323	501(c)(3)	35078.	0.	Not applicable		Conservation
American Youth Works 1901 E Ben White Blvd Austin, TX 78741	74-2197942	501(c)(3)	8000.	0.	Not applicable		Conservation
Amos W Butler Audubon Society 5505 NW 66th Oklahoma City, OK 73132	23-7253434	501(c)(3)	22180.	0.	Not applicable		Conservation
Audubon Society of Northern Virginia - 11110 Wildlife Center Drive - Reston, VA 20190	51-0246325	501(c)(3)	75000.	0.	Not applicable		Conservation

2 Enter total number of section 501(c)(3) and government organizations ▶ 77.

3 Enter total number of other organizations ▶ 0.

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Audubon Society of Portland 5151 NW Cornell Road Portland, OR 97120	93-6026088	501(c)(3)	17300.	0.	Not applicable		Conservation
Arizona Sonora Desert Museum Inc. N Kinney Road Tucson, AZ 85743	86-0111675	501(c)(3)	8000.	0.	Not applicable		Conservation
Arkansas Community Action Agencies Association - 300 S Spring Street - Little Rock, AR 72201	71-0514177	501(c)(3)	10000.	0.	Not applicable		Conservation
Arkansas Public Policy Panel 1308 West 2nd Street Little Rock, AR 72201	71-0467088	501(c)(3)	15000.	0.	Not applicable		Conservation
Audubon Naturalist Society of Central Atlantic - 8940 Jones Mill Road - Chevy Chase, MD 20815	53-0233715	501(c)(3)	16502.	0.	Not applicable		Conservation
Black Bear Conservation Committee PO Box 80442 Baton Rouge, LA 70898	72-1243466	501(c)(3)	40000.	0.	Not applicable		Conservation
Buffalo Audubon Society 1610 Welch Road North Java, NY 14013	16-6088768	501(c)(3)	6600.	0.	Not applicable		Conservation
Central Sierra Audubon Society PO Box 3047 Sonora, CA 95370	94-2650832	501(c)(3)	8000.	0.	Not applicable		Conservation
City of Las Vegas 400 Stewart Avenue Las Vegas, NV 89101	88-6000198	Government	8000.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
City of Miami Beach 1700 Convention Center Drive Miami Beach, FL 33139	59-6000372	Government	8000.	0.	Not applicable		Conservation
Center for Land Based Learning 5265 Putah Creek Road Winters, CA 95694	68-0472121	501(c)(3)	24500.	0.	Not applicable		Conservation
Coalition for a Livable Future 107 SE Washington Portland, OR 97214	93-1218845	501(c)(3)	8000.	0.	Not applicable		Conservation
Coalition to Restore Coastal Louisiana - 6160 Perkins Road - Baton Rouge, LA 70808	72-1115589	501(c)(3)	102000.	0.	Not applicable		Conservation
Cornell Laboratories of Ornithology - 159 Sapsucker Woods Road - Ithaca, NY 14850	15-0532082	501(c)(3)	10000.	0.	Not applicable		Conservation
Focus the Nation 240 N Broadway, Suite 212 Portland, OR 97227	93-1271487	501(c)(3)	80000.	0.	Not applicable		Conservation
Foundation for Youth Investment 15 N Ellsworth Avenue San Mateo, CA 94401	80-0565914	501(c)(3)	8000.	0.	Not applicable		Conservation
Environmental Defense Fund, Inc 1875 Connecticut Avenue NW Ste 600 Washington, DC 20009	11-6107128	501(c)(3)	97500.	0.	Not applicable		Conservation
Golden Gate Audubon Society Inc 2530 San Pablo Avenue Suite G Berkeley, CA 94702	94-6086896	501(c)(3)	13000.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Greater Ozarks Audubon Society PO Box 3231 Springfield, MO 65808	43-1730027	501(c)(3)	23000.	0.	Not applicable		Conservation
Glen Helen Ecology Institute 1075 Street Yellow Springs, OH 45387	26-1672457	501(c)(3)	8000.	0.	Not applicable		Conservation
Golden Eagle Audubon Society PO Box 8261 Boise, ID 83707	23-7349882	501(c)(3)	5600.	0.	Not applicable		Conservation
Lahontan Audubon Society PO Box 2304 Reno, NV 89505	23-7181150	501(c)(3)	29985.	0.	Not applicable		Conservation
Great Salt Lake Audubon Society PO Box 520867 Salt Lake City, UT 84152	23-7102723	501(c)(3)	12000.	0.	Not applicable		Conservation
Groundwork Lawrence Inc. 60 Island St Lawrence, MA 01840	04-3546770	501(c)(3)	8000.	0.	Not applicable		Conservation
Kansas City Center for Urban Agriculture - 4223 Gibbs Road - Kansas City, KS 66106	20-2365320	501(c)(3)	8000.	0.	Not applicable		Conservation
Los Angeles Audubon Society PO Box 931057 Los Angeles, CA 90093	95-6093704	501(c)(3)	17800.	0.	Not applicable		Conservation
Louisiana State University Office of Accounting Servcies Baton Rouge, LA 70803	72-6000848	501(c)(3)	21000.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
KY Division of Compliance Assistance - 300 Fair Oaks Lane - Frankfort, KY 40601	61-0600439	501(c)(3)	8000.	0.	Not applicable		Conservation
Maine Audubon Society 20 Gilsland Farm Road Falmouth, ME 04105	01-0248780	501(c)(3)	21600.	0.	Not applicable		Conservation
Milwaukee Audubon Society 1015 17th Avenue Grafton, WI 53024	39-1233634	501(c)(3)	26960.	0.	Not applicable		Conservation
Leigh Gap Nature Center PO Box 198 Paint Mill RD Slatington, PA 18080	22-2741693	501(c)(3)	8000.	0.	Not applicable		Conservation
Longue Van House and Gardens 7 Bamboo Road New Orleans, LA 70124	58-1638039	501(c)(3)	8000.	0.	Not applicable		Conservation
Montana Audubon Society PO Box 595 Helena, MT 59624	81-0412530	501(c)(3)	40925.	0.	Not applicable		Conservation
Louisville Audubon Society 3025 Carson Way Louisville, KY 40205	61-0673014	501(c)(3)	15994.	0.	Not applicable		Conservation
Massachusetts Audubon Society 208 South Great Road Lincoln, MA 01773	04-2104702	501(c)(3)	7000.	0.	Not applicable		Conservation
Mendocino Coast Audubon Society 15340 Seadrift Ave. Caspar, CA 95420	31-1578005	501(c)(3)	7605.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Audubon Society of Greater Denver S Wadsworth Blvd Littleton, CO 80128	23-7063701	501(c)(3)	18000.	0.	Not applicable		Conservation
New York City Audubon Society 71 West 23 St Ste 1523 New York, NY 10010	13-3057954	501(c)(3)	59500.	0.	Not applicable		Conservation
Prospect Park Alliance 95 Prospect Park West Brooklyn, NY 11215	11-2843763	501(c)(3)	195934.	0.	Not applicable		Conservation
Monterey Audubon Society PO Box 223702 Carmel, CA 93922	94-2397544	501(c)(3)	16000.	0.	Not applicable		Conservation
Museum of Science 3280 South Miami Ave Miami Beach, FL 33129	59-0854960	501(c)(3)	8000.	0.	Not applicable		Conservation
National Environmental Education Foundation - 4301 CT Avenue - Washington, DC 20008	54-1557043	501(c)(3)	8000.	0.	Not applicable		Conservation
New Orleans Food and Farm Network 4840 Bank Street New Orleans, LA 70119	75-3162338	501(c)(3)	8000.	0.	Not applicable		Conservation
Seattle Audubon Society 8050 35th Ave Seattle, WA 98115	91-6009716	501(c)(3)	9000.	0.	Not applicable		Conservation
Onondaga Audubon Society 24 Ilex Lane Syracuse, NY 13090	23-7037547	501(c)(3)	5800.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
Pacific Environment 251 Kearny St San Francisco, CA 94108	94-2628924	501(c)(3)	8000.	0.	Not applicable		Conservation
Palos Verde South Bay Audubon Society - PO Box 2582 - Palos Verde, CA 90274	91-2148859	501(c)(3)	8000.	0.	Not applicable		Conservation
Plumas Audubon Society 3400 West Grand Ave Philadelphia, PA 19104	68-0212117	501(c)(3)	7488.	0.	Not applicable		Conservation
Potomac Valley Audubon Society PO Box 578 Shepherdstown, WV 25443	55-0626891	501(c)(3)	20307.	0.	Not applicable		Conservation
Tahoma Audubon Society 2917 Morrison Road West University Place, WA 98466	23-7450873	501(c)(3)	5268.	0.	Not applicable		Conservation
Poughkeepsie Farm Project PO Box 3143 Poughkeepsie, NY 12603	14-1813679	501(c)(3)	10000.	0.	Not applicable		Conservation
The Nature Conservancy 322 8th Avenue New York, NY 10001	53-0242652	501(c)(3)	33300.	0.	Not applicable		Conservation
Redbud Audubon Society PO Box 5780 Clearlake, CA 95422	23-7445051	501(c)(3)	18914.	0.	Not applicable		Conservation
Robert Cooper Audubon Society 1008 W Dunn Ave Muncie, IN 47303	35-1602547	501(c)(3)	16000.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
San Antonio Zoo 3903 N St Mary's ST San Antonio, TX 78212	74-1223695	501(c)(3)	15939.	0.	Not applicable		Conservation Conservation
Tucson Audubon Society 738 N 5th Avenue Tucson, AZ 85705	86-6053779	501(c)(3)	16525.	0.	Not applicable		Conservation
Tulsa Audubon Society 11224 S 83 E Ave Bixby, OK 74008	73-1069723	501(c)(3)	7000.	0.	Not applicable		Conservation
San Diego Audubon Society 4010 Moreno Blvd Salt Lake City, CA 92117	95-6100273	501(c)(3)	14000.	0.	Not applicable		Conservation
Santa Clara Valley Audubon Society 22221 McClellan RD Cupertino, CA 95014	94-6081420	501(c)(3)	8750.	0.	Not applicable		Conservation
Seattle Aquarium 1415 Western Ave Seattle, WA 98101	91-1189249	501(c)(3)	10370.	0.	Not applicable		Conservation
South Carolina Aquarium 100 Aquarium Wharf Charleston, SC 29401	57-0961897	501(c)(3)	15939.	0.	Not applicable		Conservation
Sonoran Audubon Society PO Box 8068 Glendale, AZ 85312	86-0963437	501(c)(3)	7000.	0.	Not applicable		Conservation
Southwest Conservation Corps 701 Camino Del Rio St Durango, CO 81301	84-1450808	501(c)(3)	8000.	0.	Not applicable		Conservation

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

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
The Catskill Center for Conservation - PO Box 504 Rt 28 - Arkwine, NY 12406	23-7058142	501(c)(3)	20000.	0.	Not applicable		Conservation
The Trustees of Reservations 396 Moose Hill ST Sharon, MA 02067	04-2105780	501(c)(3)	8000.	0.	Not applicable		Conservation
Thorn Creek Audubon Society Hisbiscus Circle Matteson, IL 60443	51-0149051	501(c)(3)	9000.	0.	Not applicable		Conservation
Ventura Audubon Society 104 N Evergreen Drive Ventura, CA 93003	93-3538623	501(c)(3)	5345.	0.	Not applicable		Conservation
Wabash River Enhancement Corporation - 200 N Second St - Lafayette, IN 47901	20-1337591	501(c)(3)	8000.	0.	Not applicable		Conservation
Weeks Bay Foundation 11401 US Highway 98 Fairhope, AL 36532	63-1021925	501(c)(3)	6037.	0.	Not applicable		Conservation
Weminuche Audubon Society 393 Antero Drive Pagosa Springs, CO 81147	26-2841858	501(c)(3)	23371.	0.	Not applicable		Conservation
Guam Department of Agriculture 163 Dairy Road Mangilao, GU 96913	66-0676435	Government	8000.	0.	Not applicable		Conservation

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

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

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

Schedule I, Part I, Line 2: The program department is responsible for selecting the recipients of the grants.` A grant agreement is created between National Audubon Society and the grantee. Grantees are required to submit financial and program reports on a timely basis. Grantees are also required to participate in an evaluation process. Grantees are trained in program requirements which have clearly stated guidelines.

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
2010
Open to Public Inspection

Name of the organization: National Audubon Society, Inc.
Employer identification number: 13-1624102

Part I Questions Regarding Compensation

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

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

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

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
1 David Yarnold	(i)	128077.	25000.	11677.	0.	7176.	171930.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 Judy Braus	(i)	160983.	0.	1241.	5383.	9400.	177007.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 Norman Brunswig	(i)	104860.	0.	1338.	50353.	12236.	168787.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 Daniel Rutberg	(i)	188179.	0.	49726.	4656.	11563.	254124.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 Glenn E Olson	(i)	206779.	0.	2083.	91031.	13271.	313164.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
6 Graham Chisholm	(i)	168618.	0.	657.	5668.	20952.	195895.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
7 Joseph De Marco	(i)	170693.	0.	1858.	5054.	315.	177920.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
8 Les Corey	(i)	210958.	0.	2105.	8043.	13304.	234410.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
9 Marc Scollo	(i)	140878.	0.	263.	5640.	21034.	167815.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
10 Margaret Olsen	(i)	169127.	0.	648.	5036.	7139.	181950.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
11 Michelle Scott	(i)	185898.	0.	2604.	4590.	4712.	197804.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
12 Monique Quinn	(i)	184157.	0.	448.	7150.	21176.	212931.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
13 Patricia M. Douglas	(i)	140893.	0.	522.	19782.	23215.	184412.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
14 Philip B. Kavits	(i)	159679.	0.	78289.	4564.	6989.	249521.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
15 Tom Bancroft	(i)	165692.	0.	49186.	26180.	7528.	248586.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
16 Wayne Mones	(i)	129994.	0.	1628.	48311.	315.	180248.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.

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) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a.

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation	(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
1 David Seideman	(i)	133794.	0.	389.	6418.	23676.	164277.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 Gregory Licciardi	(i)	130397.	47145.	254.	7288.	21987.	207071.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 Kevin Fisher	(i)	140616.	0.	593.	5399.	7267.	153875.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 Lindsay Maurer	(i)	129195.	0.	227.	2908.	21176.	153506.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 John Flicker	(i)	70024.	0.	315122.	4677.	691.	390514.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
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, 4c, 5a, 5b, 6a, 6b, 7, and 8. Also complete this part for any additional information.

Part I, Line 4a: Daniel Rutberg: Severance Payment of $ 48,634.

Philip B Kavits: Severance Payment of $ 77,739.

Tom Bancroft: Severance Payment of $ 48,173.

John Flicker: Severance Payment of $315,000.

Severance payments are based on the former employee's length of service with the company.

Part I, Line 5: For one of the highest compensated employees the organization paid commissions based on advertising revenues.

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
2010
Open to Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

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	X	17	38248.	Fair Market Value
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications	X		299.	Fair Market Value
5	Clothing and household goods	X		13740.	Fair Market Value
6	Cars and other vehicles				
7	Boats and planes	X	3	9440.	Fair Market Value
8	Intellectual property				
9	Securities - Publicly traded	X	88	763978.	Fair Market Value
10	Securities - Closely held stock	X	1	15023.	Fair Market Value
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other	X	1	300000.	Fair Market Value
15	Real estate - Residential				
16	Real estate - Commercial				
17	Real estate - Other	X	1	192443.	Fair Market Value
18	Collectibles				
19	Food inventory	X	1	15444.	Fair Market Value
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ (Dredge)	X	1	94309.	Fair Market Value
26	Other ▶ (Weed Killer M)	X	1	4268.	Fair Market Value
27	Other ▶ (Software)	X	1	465.	Fair Market Value
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 | 2

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

LHA **For Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule M (Form 990) (2010)**

032141
12-23-10

Part II **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33. Also complete this part for any additional information.

Schedule M, Line 32b: National Audubon Society engages its investment custodian, Northern Trust Company, to sell various stock donations.

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
2010
Open to Public Inspection

Name of the organization: National Audubon Society, Inc.
Employer identification number: 13-1624102

Form 990, Part III, Line 4a, Program Service Accomplishments:

staff and volunteer stewardship, local policy action, and science-based monitoring. These innovative and collaborative approaches to conservation include a ground-breaking agreement with diverse stakeholders that will protect 240,000 acres of wilderness at California's Tejon Ranch. Our forest stewardship programs enlisted the timber industry and other private landowners in forestry practices that ensured sustainable habitat for migratory and resident birds; this successful initiative was launched in Vermont, and has now expanded to New York and Veracruz, Mexico. Audubon also worked with farmers and ranchers to preserve disappearing grassland habitat essential to many threatened bird species, and collaborated with western landowners to ensure that energy development planning preserves vital sage-grouse habitat.

Our network of 50 Audubon Centers introduced over one million visitors each year to the natural world, in urban as well as rural and suburban communities. In fiscal year 2011, Audubon celebrated the opening of Dogwood Canyon Audubon Center located in Dallas, Texas and Riverlands Audubon Center located in St. Louis, Missouri which joined our already robust urban network. Each Center inspired and empowers people to make conservation a daily part of their lives.

Form 990, Part III, Line 4b, Program Service Accomplishments:

of climate change on birds. This GIS-based adaptive model lays the groundwork for helping some of the most vulnerable species survive in

Name of the organization: National Audubon Society, Inc. | Employer identification number: 13-1624102

the face of this unprecedented environmental threat. The Science program provided the underlying rigor and foundation for the development and implementation of Audubon's conservation agenda.

The Policy program guided Audubon's advocacy at national, state and local levels. With staff skilled in grassroots organizing, advocacy and communications, the Policy Program also supported state and multi-state work to protect and restore large ecosystems such as the Everglades, the Mississippi River, Long Island Sound and the Sage-brush Ecosytem. This year, in the aftermath of the BP oil disaster, the Policy team led organization-wide advocacy for legislative support for Gulf recovery and restoration.

The Education and Centers Program provided leadership and integration for the network of Audubon Centers. TogetherGreen, funded by Toyota, was a key component in the program's strategy to engage new audiences in conservation action. This nationwide initiative has become a force for conservation with leaders and projects in more than 200 cities and all 50 states-mobilizing 240,000 people to date.

Audubon's communications and outreach informed, engaged and empowered members and other constituents to take conservation action. Platforms included our award-winning magazine which covered conservation and wildlife issues, our website, www.audubon.org, and social media.

Form 990, Part VI, Section A, line 6: The organization has over 400,000 members.

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

Form 990, Part VI, Section A, line 7a: The members of the Board of Directors are elected by the members of the organization. Of the three staggered classes of 12 (maximum) Directors each, three-fourths are nominated by the Board of Directors and one-fourth by affiliates in their respective regions of the United States.

Form 990, Part VI, Section B, line 11: The 990 is prepared by the internal accounting department and after it is reviewed by the appropriate officers in that department it is then provided to an independent accounting firm for final review. Once the review process is complete an e-mail is sent to all members of the governing body with a link to a private electronic website for trustees review.

Form 990, Part VI, Section B, Line 12c: Audubon's conflict of interest policy covers all employees, directors and officers of the corporation. Directors, officers, and key employees are required to complete an annual questionnaire which elicits information with respect to potential conflicts. Senior management reviews the responses and any potential conflicts are reviewed by the Office of General Counsel. In the event of a conflict, the conflicted individual must recuse him or herself from any part of any discussion or decision that pertains to the conflicted situation.

Form 990, Part VI, Section B, Line 15a: Audubon hired a new President and CEO in September 2010 utilizing the services of a national search firm. The firm assisted both the selection process and in establishing the compensation of the new CEO, providing independent surveys and comparability data. The Executive Committee of the Board of Directors made

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

the final compensation decision based on the data furnished, memorializing its deliberations in writing in the minutes of the meeting of the Committee when the decisions are made.

Form 990, Part VI, Line 17, List of States receiving copy of Form 990:
AK,AR,AZ,CA,CO,CT,IN,FL,GA,LA,IL,KS,KY,ME,MD,MA,MI,MN,MS,MO,NH,NJ,NM,NY,NC
ND,OH,OK,OR,PA,RI,SC,TN,UT,VA,WA,WV,WI

Form 990, Part VI, Section C, Line 19: On Audubon's website, Audubon's audited financial statements are available to the public. The Conflict of Interest Policy and other governing documents are made available to the public upon request.

Form 990, Part XI, line 5, Changes in Net Assets:

Net unrealized gains on investments:	15038202.
Prior period adjustments:	91812706.
Non Earnings increase in value Charitable trusts:	6393758.
Pension Adjustment:	-342622.
Discounted Pledges on Receivables:	-104233.
Charitable Trust Additions:	485901.
Total to Form 990, Part XI, Line 5	113283712.

Part VI, Section A, Line 1a

Departing Board Members

The following Board members served during Fiscal Year Ended June 30, 2011 but resigned prior to June 30, 2011:

Victor Emanuel, Ralf Graves, S. Joyce King, Andrew Sansom, Virginia

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

Stowe, Roger Wolf.

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

Related Organizations and Unrelated Partnerships

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

OMB No. 1545-0047
2010
Open to Public Inspection

Name of the organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
National Audubon Society of Coastal Connecticut - 23-7263861, 225 Varick Street 7th Fl, New York, NY 10014	Land Holding	Connecticut	501(c)(3)	Line 11b, II	N/A		X
National Audubon Society of Sharon Inc. - 23-7245359, 225 Varick Street 7th Fl, New York, NY 10014	Land Holding	Connecticut	501(c)(3)	Line 11b, II	N/A		X
Lincoln Audubon Society - 51-0196442 225 Varick Street 7th Fl New York, NY 10014	Land Holding	Maine	501(c)(3)	Line 11b, II	N/A		X
The National Audubon Society of Greenwich Inc - 23-7245358, 225 Varick Street 7th Fl, New York, NY 10014	Land Holding	Connecticut	501(c)(3)	Line 11b, II	N/A		X

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

Schedule R (Form 990) 2010

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
Reinecke Fuchs, Inc. - 51-0099316 225 Varick St, 7th FL. NY, NY 10014	Real Property	FL	N/A	C CORP	0.	0.	100%

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

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

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

(a) Name of other organization	(b) Transaction type (a-r)	(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" to Form 990, Part IV, line 37.)

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Are all partners section 501(c)(3) organizations?		(e) Share of end-of-year assets	(f) Dispropor-tionate allocations?		(g) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(h) General or managing partner?	
			Yes	No		Yes	No		Yes	No

Part VII Supplemental Information

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

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

Type or print	Name of exempt organization	Employer identification number
File by the due date for filing your return. See instructions.	National Audubon Society, Inc.	13-1624102
	Number, street, and room or suite no. If a P.O. box, see instructions. 225 Varick Street, 7th Floor	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. New York, NY 10014	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1

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

- The books are in the care of ▶ Monique Quinn 225 Varick Street, 7th Floor - New York, NY 10014
  Telephone No. ▶ 2129793175 FAX No. ▶ (212)979-3160
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until February 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning JUL 1, 2010 , and ending JUN 30, 2011 .

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

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

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

LHA For Paperwork Reduction Act Notice, see Instructions. Form 8868 (Rev. 1-2011)

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● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print

File by the extended due date for filing your return. See instructions.

Name of exempt organization: National Audubon Society, Inc.

Employer identification number: 13-1624102

Number, street, and room or suite no. If a P.O. box, see instructions.: 225 Varick Street, 7th Floor

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: New York, NY 10014

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ Monique Quinn, CFO 225 Varick Street, 7th Floor - New York, NY 10014

Telephone No. ▶ (212)979-3175 FAX No. ▶ (212)979-3160

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______. If this is for the whole group, check this box ▶ [ ]. If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until May 15, 2012.

5 For calendar year ______, or other tax year beginning JUL 1, 2010, and ending JUN 30, 2011.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
Additional time is needed in which to file a complete and accurate return.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 0.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 0.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Monique Quinn Title ▶ CFO Date ▶ 2/2/12

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