TAX RETURN FILING INSTRUCTIONS

** FORM 990 PUBLIC DISCLOSURE COPY **

FOR THE YEAR ENDING

MAY 31, 2013

Prepared for	TEACH FOR AMERICA, INC. 315 WEST 36TH ST. 8TH FLR. NEW YORK, NY 10018
Prepared by	O'CONNOR DAVIES, LLP 500 MAMARONECK AVENUE HARRISON, NY 10528-1633
Amount due or refund	NOT APPLICABLE
Make check payable to	NOT APPLICABLE
Mail tax return and check (if applicable) to	NOT APPLICABLE
Return must be mailed on or before	NOT APPLICABLE
Special Instructions	THIS COPY OF THE RETURN IS PROVIDED ONLY FOR PUBLIC DISCLOSURE PURPOSES. ANY CONFIDENTIAL INFORMATION REGARDING LARGE DONORS HAS BEEN REMOVED.

PUBLIC INSPECTION COPY

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 **2012** **Open to Public Inspection**

A For the 2012 calendar year, or tax year beginning OCT 1, 2012 **and ending** MAY 31, 2013

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

C Name of organization: TEACH FOR AMERICA, INC.

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 315 WEST 36TH ST. 8TH FLR. Room/suite

City, town, or post office, state, and ZIP code: NEW YORK, NY 10018

D Employer identification number 13-3541913

E Telephone number 212-279-2080

G Gross receipts $ 309,945,444.

F Name and address of principal officer: SEE SCHEDULE O SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] 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: [X] 501(c)(3) [ ] 501(c) ( ) ◀ (insert no.) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ WWW.TEACHFORAMERICA.ORG

K Form of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ▶

L Year of formation: 1989 **M** State of legal domicile: CT

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities: TEACH FOR AMERICA'S (TFA) MISSION IS TO BUILD THE MOVEMENT TO ELIMINATE EDUCATIONAL INEQUALITY

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	36
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	35
5	Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	7323
6	Total number of volunteers (estimate if necessary)	6	6324
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	-5,068.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	-25,364.

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	276,189,772.	192,639,730.
	9	Program service revenue (Part VIII, line 2g)	28,823,196.	492,292.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	316,024.	1,605,913.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,511,794.	1,487,405.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	306,840,786.	196,225,340.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	7,102,422.	9,521,852.
	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)	153,077,074.	115,535,371.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 20,413,147.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	90,826,726.	64,045,853.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	251,006,222.	189,103,076.
	19	Revenue less expenses. Subtract line 18 from line 12	55,834,564.	7,122,264.
Net Assets or Fund Balances			Beginning of Current Year	End of Year
	20	Total assets (Part X, line 16)	447,431,900.	470,465,384.
	21	Total liabilities (Part X, line 26)	28,333,586.	32,002,432.
	22	Net assets or fund balances. Subtract line 21 from line 20	419,098,314.	438,462,952.

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

▶ MIGUEL ROSSY, CHIEF FINANCE & ADMIN. OFFICER
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if self-employed	PTIN
GARRETT M. HIGGINS		04/10/14	[ ]	P00543209

Firm's name ▶ O'CONNOR DAVIES, LLP Firm's EIN ▶ 27-1728945

Firm's address ▶ 500 MAMARONECK AVENUE HARRISON, NY 10528-1633 Phone no. 914-381-8900

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

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

TEACH FOR AMERICA'S MISSION IS TO BUILD THE MOVEMENT TO END EDUCATIONAL INEQUALITY BY ENLISTING OUR NATION'S MOST PROMISING FUTURE LEADERS IN THE EFFORT.

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

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

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

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

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

4a (Code:) (Expenses $ 34,583,661. including grants of $ 2,208,323.) (Revenue $ 83,750.)

TEACHER RECRUITMENT AND SELECTION:

TEACH FOR AMERICA ACTIVELY RECRUITS APPLICANTS FROM MORE THAN 450 COLLEGES AND UNIVERSITIES AS WELL AS MEMBERS OF THE MILITARY AND PROFESSIONALS, THEN SELECTS FROM THAT POOL A TEACHING CORPS OF TOP COLLEGE GRADUATES AND PROFESSIONALS TO TEACH IN THE NATION'S MOST UNDERSERVED COMMUNITIES. THE RECRUITMENT AND SELECTION PROCESS CONSISTS OF IDENTIFYING POTENTIAL RECRUITS, SCHEDULING AND ATTENDING ON-AND OFF-CAMPUS RECRUITING EVENTS, CONDUCTING ONE-ON-ONE RECRUITMENT INTERVIEWS, MAINTAINING ONGOING CORRESPONDENCE, PROCESSING APPLICATIONS (57,266 APPLICANTS IN 2013), AND CONDUCTING A MULTI-STEP SELECTION INTERVIEW PROCESS, (SEE SCHEDULE O FOR CONTINUATION)

4b (Code:) (Expenses $ 19,077,467. including grants of $ 5,322,607.) (Revenue $ 408,542.)

ALUMNI AFFAIRS:

ESSENTIAL TO THE LONG-TERM WORK OF ADDRESSING THE ISSUES OF EDUCATIONAL INEQUITY, TEACH FOR AMERICA SUPPORTS AND ENCOURAGES ITS ALUMNI TO CONTINUE TO WORK IN EDUCATION AND ACROSS SECTORS TO ADDRESS ISSUES NEGATIVELY IMPACTING LOW-INCOME COMMUNITIES. TEACH FOR AMERICA SUPPORTS THE CONTINUED DEVELOPMENT OF ALUMNI IN THREE PROGRAMMATIC AREAS: CLASSROOM PRACTICE, SCHOOL LEADERSHIP AND SOCIAL ENTREPRENEURSHIP. MORE THAN TWO-THIRDS OF OUR 28,000 ALUMNI IN 2013 WERE EMPLOYED AS TEACHERS, AS SCHOOL PRINCIPALS, AS SUPERINTENDENTS OR IN OTHER ROLES DIRECTLY IMPACTING EDUCATION WHILE THE OTHER THIRD WORKED ACROSS SECTORS. (SEE SCHEDULE O FOR CONTINUATION)

4c (Code:) (Expenses $ 74,037,806. including grants of $ 1,861,483.) (Revenue $)

TEACHER HIRING, ONGOING COACHING AND PROFESSIONAL DEVELOPMENT, EDUCATION AWARDS AND OTHER:

BASED ON THE ARTICULATED HIRING NEEDS OF THE COMMUNITIES WITH WHICH WE PARTNER, TEACH FOR AMERICA BRINGS TEACHING CANDIDATES TO URBAN AND RURAL REGIONS THROUGHOUT THE UNITED STATES. TEACH FOR AMERICA HAS REGIONAL OFFICES, WHICH ARE RESPONSIBLE FOR WORKING WITH SCHOOL AND DISTRICT PARTNERS TO UNDERSTAND THEIR NEEDS, FACILITATING INTERVIEW/EMPLOYMENT OPPORTUNITIES FOR CORPS MEMBERS AT SCHOOLS, MONITORING CLASSROOM PROGRESS THROUGHOUT THEIR TWO-YEAR COMMITMENT, PROVIDING ONE-ON-ONE COACHING AND OBSERVATION, (SEE SCHEDULE O FOR CONTINUATION)

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

(Expenses $ 16,864,443. including grants of $ 129,438.) (Revenue $)

4e Total program service expenses ▶ 144,563,377.

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

Part IV Checklist of Required Schedules *(continued)*

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

				Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a	962		
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b	0		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		1c		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	7323		
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: ▶				
	See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.				
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		5b		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		6a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		6b		
7	**Organizations that may receive deductible contributions under section 170(c).**				
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?		7a	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		7c	X	
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	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		
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		

Form **990** (2012)

232005
12-10-12

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	36		
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.				
b	Enter the number of voting members included in line 1a, above, who are independent	1b	35		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		3		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4	X	
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		5		X
6	Did the organization have members or stockholders?		6		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:				
a	The governing body?		8a	X	
b	Each committee with authority to act on behalf of the governing body?		8b		X
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*		9		X

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

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

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶ SEE SCHEDULE O

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

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

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

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

MIGUEL ROSSY, CHIEF FINANCE & ADMIN. OFFICER - 212-279-2080

315 WEST 36TH ST. 8TH FLR., NEW YORK, NY 10018

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 (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(1) WALTER ISAACSON DIRECTOR	1.00	X						0.	0.	0.
(2) WENDY KOPP CEO UNTIL 2/28/13; CHAIR	40.00	X		X				426,758.	0.	20,647.
(3) PAULA A. SNEED DIRECTOR	1.00	X						0.	0.	0.
(4) STEPHEN F. MANDEL JR. TREASURER	1.00	X		X				0.	0.	0.
(5) JIDE ZEITLIN DIRECTOR	1.00	X						0.	0.	0.
(6) THOMAS H. CASTRO DIRECTOR	1.00	X						0.	0.	0.
(7) PAUL FINNEGAN DIRECTOR	1.00	X						0.	0.	0.
(8) LEW FRANKFORT DIRECTOR	1.00	X						0.	0.	0.
(9) DAVID GERGEN DIRECTOR	1.00	X						0.	0.	0.
(10) LEO J. HINDERY JR. DIRECTOR UNTIL 1/1/13	1.00	X						0.	0.	0.
(11) DAVID W. KENNY DIRECTOR	1.00	X						0.	0.	0.
(12) JOHN LEGEND DIRECTOR	1.00	X						0.	0.	0.
(13) SUE LEHMANN DIRECTOR	1.00	X						0.	0.	0.
(14) MICHAEL LOMAX PH.D. DIRECTOR	1.00	X						0.	0.	0.
(15) JAMES M. MCCORMICK DIRECTOR	1.00	X						0.	0.	0.
(16) DARLA MOORE DIRECTOR	1.00	X						0.	0.	0.
(17) RICHARD S. PECHTER DIRECTOR	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(18) GREG PENNER DIRECTOR	1.00	X						0.	0.	0.
(19) NANCY PERETSMAN DIRECTOR	1.00	X						0.	0.	0.
(20) LAURENE POWELL DIRECTOR	1.00	X						0.	0.	0.
(21) ARTHUR ROCK DIRECTOR	1.00	X						0.	0.	0.
(22) VINCE ROIG DIRECTOR	1.00	X						0.	0.	0.
(23) SIR HOWARD STRINGER DIRECTOR	1.00	X						0.	0.	0.
(24) KURT STROVINK DIRECTOR	1.00	X						0.	0.	0.
(25) LAWRENCE J. STUPSKI DIRECTOR	1.00	X						0.	0.	0.
(26) BEVERLY DANIEL TATUM PH.D. DIRECTOR	1.00	X						0.	0.	0.
1b Sub-total ▶								426,758.	0.	20,647.
c Total from continuation sheets to Part VII, Section A ▶								3,166,015.	0.	206,807.
d Total (add lines 1b and 1c) ▶								3,592,773.	0.	227,454.

2 Total number of individuals (including but not limited to those listed above) who received more than $100,000 of reportable compensation from the organization ▶ 240

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

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than $100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
DELOITTE CONSULTING LLP, TWO WORLD FINANCIAL CENTER, NEW YORK, NY 10001	SOFTWARE DEVELOPMENT CONSULTING	2,727,754.
OLIVER WYMAN LLC, 1166 AVENUE OF THE AMERICAS, NEW YORK, NY 10036	ORGANIZATIONAL CONSULTING	730,000.
GEMINI SYSTEMS 61 BROADWAY, SUITE 925, NEW YORK, NY 10006	SOFTWARE DEVELOPMENT CONSULTING	483,261.
NUAGE GROUP, 9595 SIX PINES DR. STE. 8210, THE WOODLANDS, TX 77380	INFORMATION TECHNOLOGY	288,429.
STARPOINT SOLUTIONS, 22 CORTLANDT STREET, 14TH FLOOR, NEW YORK, NY 10007	INFORMATION TECHNOLOGY	268,420.

2 Total number of independent contractors (including but not limited to those listed above) who received more than $100,000 of compensation from the organization ▶ 16

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply): Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(27) GREGORY W. WENDT	1.00									
DIRECTOR		X						0.	0.	0.
(28) PATRICIA J. CRAWFORD	1.00									
DIRECTOR		X						0.	0.	0.
(29) MILLARD S. DREXLER	1.00									
DIRECTOR		X						0.	0.	0.
(30) RANDALL H. HARBERT	1.00									
DIRECTOR		X						0.	0.	0.
(31) JOEL KLEIN	1.00									
DIRECTOR		X						0.	0.	0.
(32) RICHARD D. PARSONS	1.00									
DIRECTOR		X						0.	0.	0.
(33) LAWRENCE SUMMERS	1.00									
DIRECTOR		X						0.	0.	0.
(34) SARA MARTINEZ TUCKER	1.00									
DIRECTOR		X						0.	0.	0.
(35) JOSE H. VILLARREAL	1.00									
DIRECTOR		X						0.	0.	0.
(36) MEG WHITMAN	1.00									
DIRECTOR		X						0.	0.	0.
(37) MAXINE CLARK	1.00									
DIRECTOR		X						0.	0.	0.
(38) MATTHEW KRAMER	40.00									
PRESIDENT UNTIL 2/28/13; CO-CEO				X				340,196.	0.	26,737.
(39) TRACY-ELIZABETH CLAY	40.00									
SVP, LEGAL AFFAIRS/SECRETARY				X				183,902.	0.	10,036.
(40) E. MIGUEL ROSSY	40.00									
SVP, CFO				X				241,144.	0.	9,761.
(41) ELISA VILLANUEVA BEARD	40.00									
COO UNTIL 2/28/13; CO-CEO				X				253,312.	0.	23,413.
(42) JOSHUA GRIGGS	40.00									
EVP, CAO					X			202,404.	0.	20,164.
(43) SUSAN ASIYANBI	40.00									
EVP TEACHER PREP/SUPPORT/DEV					X			237,065.	0.	4,965.
(44) ELISSA SODHYUN KIM	40.00									
EVP RECRUITMENT & ADMISSIONS					X			237,811.	0.	13,119.
(45) ERIC SCROGGINS	40.00									
EVP, GROWTH, DEV. & PART.					X			277,432.	0.	5,052.
(46) AIMEE ADELE EUBANKS DAVIS	40.00									
EVP, PEOPLE, COMM & DIV & CPO						X		229,638.	0.	21,855.
Total to Part VII, Section A, line 1c										

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07-25-12

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
(47) JEFFREY WETZLER EVP TEACHER PREP/SUPPORT/DEV	40.00					X		247,358.	0.	22,439.
(48) PAUL KEYS SVP REGIONAL OPERATIONS	40.00					X		197,018.	0.	16,042.
(49) THEODORE C. QUINN SVP STRATEGY & RESEARCH	40.00					X		197,882.	0.	11,718.
(50) JOHN FARR SVP & CHIEF KNOWLEDGE OFFICER	40.00					X		185,167.	0.	11,381.
(51) OSMAN KURTULUS FORMER VP ACCOUNTING & ASST SEC.	40.00						X	135,686.	0.	10,125.
Total to Part VII, Section A, line 1c								3,166,015.		206,807.

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07-25-12

Part VIII Statement of Revenue

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

					(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a	261,800.				
	b	Membership dues	1b					
	c	Fundraising events	1c	9,600,525.				
	d	Related organizations	1d					
	e	Government grants (contributions)	1e	43,165,773.				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	139,611,632.				
	g	Noncash contributions included in lines 1a-1f: $		31,696,851.				
	h	**Total.** Add lines 1a-1f ▶			192,639,730.			
Program Service Revenue				Business Code				
	2 a	REG./CERTIFICATION FEE		611710	240,269.	240,269.		
	b	PUBLICATION REVENUE		900099	168,273.	168,273.		
	c	SERVICE FEES REVENUE		611710	83,750.	83,750.		
	d							
	e							
	f	All other program service revenue						
	g	**Total.** Add lines 2a-2f ▶			492,292.			
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶			1,703,290.		-5,068.	1,708,358.
	4	Income from investment of tax-exempt bond proceeds ▶						
	5	Royalties ▶			1,715,000.			1,715,000.
			(i) Real	(ii) Personal				
	6 a	Gross rents	10,432.					
	b	Less: rental expenses	0.					
	c	Rental income or (loss)	10,432.					
	d	Net rental income or (loss) ▶			10,432.			10,432.
	7 a	Gross amount from sales of assets other than inventory	(i) Securities 108,466,083.	(ii) Other 4,300,000.				
	b	Less: cost or other basis and sales expenses	108,338,854.	4,524,606.				
	c	Gain or (loss)	127,229.	-224,606.				
	d	Net gain or (loss) ▶			-97,377.			-97,377.
	8 a	Gross income from fundraising events (not including $ 9,600,525. of contributions reported on line 1c). See Part IV, line 18	a	496,719.				
	b	Less: direct expenses	b	856,644.				
	c	Net income or (loss) from fundraising events ▶			-359,925.			-359,925.
	9 a	Gross income from gaming activities. See Part IV, line 19	a					
	b	Less: direct expenses	b					
	c	Net income or (loss) from gaming activities ▶						
	10 a	Gross sales of inventory, less returns and allowances	a					
	b	Less: cost of goods sold	b					
	c	Net income or (loss) from sales of inventory ▶						
		Miscellaneous Revenue		Business Code				
	11 a	OTHER INCOME		900099	68,853.			68,853.
	b	PURCHASING CARD REBATE		900099	44,983.			44,983.
	c	COMMISSIONS		900099	8,062.			8,062.
	d	All other revenue						
	e	**Total.** Add lines 11a-11d ▶			121,898.			
	12	**Total revenue.** See instructions. ▶			196,225,340.	492,292.	-5,068.	3,098,386.

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	4,767,966.	4,767,966.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	4,753,886.	4,753,886.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	3,820,227.	3,082,945.	301,518.	435,764.
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	92,257,444.	74,452,283.	7,281,578.	10,523,583.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	2,700,792.	2,179,554.	213,165.	308,073.
9 Other employee benefits	8,603,994.	6,943,472.	679,085.	981,437.
10 Payroll taxes	8,152,914.	6,579,448.	643,483.	929,983.
11 Fees for services (non-employees):				
a Management				
b Legal	425,424.	247,930.		177,494.
c Accounting	179,148.	78,822.	43,897.	56,429.
d Lobbying	204,008.	19,381.	1,346.	183,281.
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	340,212.	2,556.	335,008.	2,648.
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	7,438,090.	3,364,437.	1,819,001.	2,254,652.
12 Advertising and promotion	539,190.	237,233.	132,120.	169,837.
13 Office expenses	6,106,363.	4,655,744.	723,502.	727,117.
14 Information technology	4,221,339.	3,282,016.	612,025.	327,298.
15 Royalties	67,062.	29,506.	16,432.	21,124.
16 Occupancy	8,348,882.	7,168,492.	657,414.	522,976.
17 Travel	15,046,170.	12,713,115.	914,245.	1,418,810.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	122,333.	103,364.	7,434.	11,535.
20 Interest	105,136.	22,083.	60,178.	22,875.
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	14,858,680.	9,277,028.	4,356,681.	1,224,971.
23 Insurance	349,056.	73,316.	199,794.	75,946.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a BAD DEBT EXPENSE	5,314,466.	215,899.	5,098,204.	363.
b MISCELLANEOUS EXPENSES	336,695.	269,302.	30,442.	36,951.
c STUDENT MEALS & LODGING	43,599.	43,599.		
d				
e All other expenses				
25 **Total functional expenses.** Add lines 1 through 24e	189,103,076.	144,563,377.	24,126,552.	20,413,147.
26 **Joint costs.** Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ▶ ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance Sheet

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

			(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing	46,363,860.	1	25,592,248.
	2	Savings and temporary cash investments	4,753,402.	2	42,564,807.
	3	Pledges and grants receivable, net	159,921,014.	3	103,397,528.
	4	Accounts receivable, net	19,560,170.	4	562,535.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net	10,582,940.	7	6,808,575.
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	5,069,597.	9	9,062,804.
	10a	Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D — 10a: 111,772,069.			
	b	Less: accumulated depreciation — 10b: 71,247,977.	43,665,745.	10c	40,524,092.
	11	Investments - publicly traded securities	63,587,936.	11	140,651,481.
	12	Investments - other securities. See Part IV, line 11	92,459,405.	12	99,375,941.
	13	Investments - program-related. See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	1,467,831.	15	1,925,373.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)	447,431,900.	16	470,465,384.
Liabilities	17	Accounts payable and accrued expenses	22,541,366.	17	24,110,982.
	18	Grants payable		18	
	19	Deferred revenue	3,499,287.	19	5,056,091.
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties	679,964.	24	649,783.
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	1,612,969.	25	2,185,576.
	26	**Total liabilities.** Add lines 17 through 25	28,333,586.	26	32,002,432.
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**			
	27	Unrestricted net assets	208,656,889.	27	240,395,017.
	28	Temporarily restricted net assets	106,279,552.	28	81,403,969.
	29	Permanently restricted net assets	104,161,873.	29	116,663,966.
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ and complete lines 30 through 34.			
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
	33	Total net assets or fund balances	419,098,314.	33	438,462,952.
	34	Total liabilities and net assets/fund balances	447,431,900.	34	470,465,384.

Form **990** (2012)

232011
12-10-12

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	196,225,340.
2	Total expenses (must equal Part IX, column (A), line 25)	2	189,103,076.
3	Revenue less expenses. Subtract line 2 from line 1	3	7,122,264.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	419,098,314.
5	Net unrealized gains (losses) on investments	5	12,242,374.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	438,462,952.

Part XII Financial Statements and Reporting

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

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

Form 990 (2012)

232012
12-10-12

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization
TEACH FOR AMERICA, INC.

Employer identification number
13-3541913

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

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

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

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

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

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

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

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	**11g(i)**		
(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	(iv) No	(v) Did you notify the organization in col. (i) of your support? Yes	(v) No	(vi) Is the organization in col. (i) organized in the U.S.? Yes	(vi) No	(vii) Amount of monetary support
Total									

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	251,515,886.	193,027,434.	243,647,246.	276,189,772.	192,639,730.	1157020068.
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	251,515,886.	193,027,434.	243,647,246.	276,189,772.	192,639,730.	1157020068.
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)						81,868,609.
6 **Public support.** Subtract line 5 from line 4.						1075151459.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	251,515,886.	193,027,434.	243,647,246.	276,189,772.	192,639,730.	1157020068.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	471,601.	2,320,333.	2,191,505.	2,493,238.	3,428,722.	10,905,399.
9 Net income from unrelated business activities, whether or not the business is regularly carried on		9,631.	10,990.	30,551.		51,172.
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	202,025.	23,056.	1,482,997.	99,089.	121,898.	1,929,065.
11 **Total support.** Add lines 7 through 10						1169905704.

12 Gross receipts from related activities, etc. (see instructions) ..... 12 | 91,148,034.

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) ..... 14 | 91.90 %

15 Public support percentage from 2011 Schedule A, Part II, line 14 ..... 15 | 92.33 %

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

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

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

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

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

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

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

Section A. Public Support

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

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:

REGISTRATION FEES

2009 AMOUNT: $ 23,056.

2010 AMOUNT: $ 827,895.

2011 AMOUNT: $ 5,445.

MISCELLANEOUS

2008 AMOUNT: $ 202,025.

2010 AMOUNT: $ 655,102.

2011 AMOUNT: $ 1,833.

2012 AMOUNT: $ 16,220.

OTHER EVENTS REVENUE

2011 AMOUNT: $ 43,324.

2012 AMOUNT: $ 52,633.

HONORARIUM

2011 AMOUNT: $ 1,000.

COMMISSIONS

2011 AMOUNT: $ 47,487.

2012 AMOUNT: $ 8,062.

PURCHASING CARD REBATE

2012 AMOUNT: $ 44,983.

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).

FORM 990, SCHEDULE A, PART II: EXPLANATION FOR SHORT YEAR FILING

AS OF OCTOBER 1, 2012, TEACH FOR AMERICA REVISED ITS FISCAL YEAR FROM SEPTEMBER 30 TO MAY 31. AS A RESULT, THE DATA REPORTED ON THE 2012 FORM 990 IS FOR A SHORT YEAR, FOR THE 8 MONTH PERIOD BEGINNING OCTOBER 1, 2012 THROUGH MAY 31, 2013. ALL OTHER YEARS, AS REPORTED ON SCHEDULE A, CONTAIN 12 MONTHS OF FINANCIAL DATA.

Schedule A Identification of Excess Contributions Included on Part II, Line 5 2012

** Do Not File **
*** Not Open to Public Inspection ***

Contributor's Name	Total Contributions	Excess Contributions
STEPHEN F. MANDEL	31,816,150.	8,418,036.
THE WALTON FAMILY FOUNDATION	61,951,478.	38,553,364.
THE BROAD FOUNDATION	27,999,600.	4,601,486.
THE ROBERTSON FOUNDATION	35,200,000.	11,801,886.
LAURA AND JOHN ARNOLD FOUNDATION	32,417,040.	9,018,926.
ARTHUR ROCK	32,873,025.	9,474,911.

Total Excess Contributions to Schedule A, Part II, Line 5 .... 81,868,609.

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

Schedule of Contributors

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

OMB No. 1545-0047

2012

Name of the organization	**Employer identification number**
TEACH FOR AMERICA, INC.	13-3541913

Organization type (check one):

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		$ 4,300,000.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2		$ 10,102,093.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
3		$ 5,000,010.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
4		$ 5,052,760.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
5		$ 4,410,413.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
6		$ 6,925,100.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7		$ 13,545,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
8		$ 5,706,976.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
9		$ 9,321,129.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	CONDOMINIUM IN ASPEN COLORADO	$ 4,300,000.	12/31/12
2	486,145 SHARES OF INTEL STOCK	$ 10,102,093.	12/18/12
4	1,500,000 SHARES SYNOVOUS FINANCIAL AND 64,000 SHARES OF SKYWORKS SOLUTIONS	$ 5,052,760.	12/20/12
		$	
		$	
		$	

Name of organization

TEACH FOR AMERICA, INC.

Employer identification number

13-3541913

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

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

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

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

OMB No. 1545-0047

2012

Open to Public Inspection

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

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

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

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

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

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

Name of organization	**Employer identification number**
TEACH FOR AMERICA, INC.	13-3541913

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 (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

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

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	**(a)** Filing organization's totals	**(b)** Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grass roots lobbying)		
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)** 2009	**(b)** 2010	**(c)** 2011	**(d)** 2012	**(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)).**

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a) Yes	(a) No	(b) Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?	X		
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?	X		
c Media advertisements?		X	
d Mailings to members, legislators, or the public?	X		5,523.
e Publications, or published or broadcast statements?		X	
f Grants to other organizations for lobbying purposes?		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body?	X		482,512.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any similar means?		X	
i Other activities?		X	
j Total. Add lines 1c through 1i			488,035.
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 carry over lobbying and political expenditures from the prior year?	3		

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

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

Part IV **Supplemental Information**

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

PART II-B, LINE 1, LOBBYING ACTIVITIES:

ON A STATE LEVEL, LOCAL ADVISORY BOARD MEMBERS, PAID STAFF OR MANAGEMENT HAD DIRECT CONTACT WITH STATE LEGISLATORS, THEIR STAFF AND MEMBERS OF STATE EXECUTIVE BRANCH AGENCIES IN SUPPORT OF STATE APPROPRIATIONS FOR TEACH FOR AMERICA'S IN-STATE OPERATIONS THROUGH REGULAR STATE BUDGET PROCESSES. IN ADDITION, REGIONAL STAFF ALSO

Part IV Supplemental Information *(continued)*

WORKED FOR THE PASSAGE OF VARIOUS PIECES OF LEGISLATION WHICH WOULD IMPACT TEACH FOR AMERICA'S ABILITY TO OPERATE IN A GIVEN COMMUNITY INCLUDING THE PASSAGE OF ALTERNATIVE CERTIFICATION LEGISLATION AND LEGISLATION PERMITTING TEACH FOR AMERICA TO BE RECOGNIZED BY THE STATE AS AN ALTERNATIVE PATHWAY TO TEACH LICENSURE.

AT THE FEDERAL LEVEL, TEACH FOR AMERICA STAFF INTERFACED WITH MEMBERS OF CONGRESS, THEIR PERSONAL AND COMMITTEE STAFF, AND KEY MEMBERS OF THE PRESIDENT'S ADMINISTRATION IN SUPPORT OF ADEQUATE FEDERAL FUNDING FOR TEACH FOR AMERICA AND THE CORPORATION FOR NATIONAL AND COMMUNITY SERVICE. IN ADDITION, TEACH FOR AMERICA LOBBIED FOR SPECIFIC LEGISLATIVE PROVISIONS BENEFICIAL TO IT, AS WELL AS OTHER EDUCATIONAL AND NON-PROFIT ORGANIZATIONS, BOTH WITHIN AND OUTSIDE THE CONTEXT OF THE REAUTHORIZATION OF THE ELEMENTARY AND SECONDARY EDUCATION ACT (ESEA).

TEACH FOR AMERICA HAS USED CONSULTANTS AT THE STATE LEVEL TO PROVIDE LOBBYING SERVICES, SUCH AS BILL AND REGULATION TRACKING ON MATTERS, INCLUDING BUT NOT LIMITED TO, TEACHER CERTIFICATION AND STATE FUNDING.

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

OMB No. 1545-0047
2012
Open to Public Inspection

Name of the organization: TEACH FOR AMERICA, INC.
Employer identification number: 13-3541913

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)
- ☐ Protection of natural habitat
- ☐ Preservation of open space
- ☐ Preservation of an historically important land area
- ☐ Preservation of a certified historic structure

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	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
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	

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

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

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

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

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

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

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

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

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

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

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

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

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

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

b Assets included in Form 990, Part X ▶ $ ______

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	160,800,743.	117,494,011.	91,697,407.	57,789,507.	36,973,033.
b Contributions	27,502,093.	32,338,964.	27,066,562.	30,324,929.	20,000,010.
c Net investment earnings, gains, and losses	11,045,276.	10,967,768.	-1,269,958.	2,155,906.	1,461,329.
d Grants or scholarships					
e Other expenditures for facilities and programs				-1,427,065.	644,865.
f Administrative expenses					
g End of year balance	199,348,112.	160,800,743.	117,494,011.	91,697,407.	57,789,507.

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

a Board designated or quasi-endowment ▶ 29.89 %

b Permanent endowment ▶ 58.52 %

c Temporarily restricted endowment ▶ 11.59 %

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

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

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

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

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

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		17,977,379.	11,432,247.	6,545,132.
d Equipment		93,737,344.	59,815,730.	33,921,614.
e Other		57,346.		57,346.
Total. Add lines 1a through 1e. *(Column (d) must equal Form 990, Part X, column (B), line 10(c).)* ▶				40,524,092.

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) LIMITED PARTNERSHIPS	99,265,437.	END-OF-YEAR MARKET VALUE
(B) COMMODITY ETF	110,504.	END-OF-YEAR MARKET VALUE
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶	99,375,941.	

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

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) DEFERRED RENT PAYABLE	1,262,263.
(3) OTHER LIABILITIES	923,313.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. *(Column (b) must equal Form 990, Part X, col. (B) line 25.)* ▶	2,185,576.

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

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

1	Total revenue, gains, and other support per audited financial statements			1	210,437,430.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a	12,242,374.		
b	Donated services and use of facilities	2b	287,277.		
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIII.)	2d	4,046,280.		
e	Add lines **2a** through **2d**			2e	16,575,931.
3	Subtract line **2e** from line **1**			3	193,861,499.
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	328,041.		
b	Other (Describe in Part XIII.)	4b	2,035,800.		
c	Add lines **4a** and **4b**			4c	2,363,841.
5	Total revenue. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 12.)*			5	196,225,340.

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

1	Total expenses and losses per audited financial statements			1	191,072,792.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:				
a	Donated services and use of facilities	2a	287,277.		
b	Prior year adjustments	2b			
c	Other losses	2c			
d	Other (Describe in Part XIII.)	2d	4,046,280.		
e	Add lines **2a** through **2d**			2e	4,333,557.
3	Subtract line **2e** from line **1**			3	186,739,235.
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	328,041.		
b	Other (Describe in Part XIII.)	4b	2,035,800.		
c	Add lines **4a** and **4b**			4c	2,363,841.
5	Total expenses. Add lines **3** and **4c.** *(This must equal Form 990, Part I, line 18.)*			5	189,103,076.

Part XIII Supplemental Information

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

PART V, LINE 4: TEACH FOR AMERICA'S ENDOWMENT IS INTENDED TO PROVIDE A CONTINUOUS SOURCE OF FUNDING TO SUPPORT THE INSTITUTION'S PRIMARY EDUCATIONAL AND SOCIAL MISSION. THE ENDOWMENT'S PRINCIPAL IS INTENDED TO BE LEFT UNTOUCHED, WHILE ITS EARNINGS ARE USED TO FUND VARIOUS ORGANIZATION PROGRAMS (AND GRANTS).

PART X, LINE 2: TFA FOLLOWS GUIDANCE ISSUED BY THE FINANCIAL ACCOUNTING STANDARDS BOARD (FASB) THAT CLARIFIES THE ACCOUNTING FOR

Part XIII Supplemental Information *(continued)*

UNCERTAINTY IN TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN, INCLUDING ISSUES RELATING TO FINANCIAL STATEMENT RECOGNITION AND MEASUREMENT. THESE STANDARDS PROVIDE THAT THE TAX EFFECTS FROM AN UNCERTAIN TAX POSITION CAN BE RECOGNIZED IN THE CONSOLIDATED FINANCIAL STATEMENTS ONLY IF THE POSITION IS "MORE-LIKELY-THAN-NOT" TO BE SUSTAINED IF THE POSITION WERE TO BE CHALLENGED BY A TAXING AUTHORITY. THE STANDARDS ALSO PROVIDE GUIDANCE ON MEASUREMENT, CLASSIFICATION, INTEREST AND PENALTIES. ADOPTION OF THESE STANDARDS, HAD NO MATERIAL IMPACT ON THE ACCOMPANYING CONSOLIDATED FINANCIAL STATEMENTS. THE RESPECTIVE TAX FISCAL YEARS ENDED 2010 THROUGH 2013 ARE STILL OPEN AND SUBJECT TO AUDIT FOR BOTH FEDERAL AND STATE PURPOSES. TFA HAS PROCESSES CURRENTLY IN PLACE TO ENSURE THE MAINTENANCE OF ITS TAX-EXEMPT STATUS; IDENTIFY AND REPORT UNRELATED BUSINESS INCOME; DETERMINE ITS FILING AND TAX OBLIGATIONS IN JURISDICTIONS FOR WHICH IT HAS NEXUS; AND IDENTIFY AND EVALUATE OTHER MATTERS THAT MAY BE CONSIDERED TAX POSITIONS.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

REVENUE ATTRIBUTABLE TO CONSOLIDATED ENTITY 4,046,280.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

ELIMINATIONS ON CONSOLIDATED FINANCIAL STATEMENTS 2,035,800.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

EXPENSES ATTRIBUTABLE TO CONSOLIDATED ENTITY 4,046,280.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

ELIMINATIONS ON CONSOLIDATED FINANCIAL STATEMENTS 2,035,800.

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

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

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

OMB No. 1545-0047

2012

Open To Public Inspection

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

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

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

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

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? ☐ **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
Total ▶						

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.

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		NY 2013 GALA	DC 2013 GALA	8	
		(event type)	(event type)	(total number)	
Revenue	1 Gross receipts	6,128,074.	1,068,793.	2,900,377.	10,097,244.
	2 Less: Contributions	6,039,744.	990,638.	2,570,143.	9,600,525.
	3 Gross income (line 1 minus line 2)	88,330.	78,155.	330,234.	496,719.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	99,612.	25,930.	108,161.	233,703.
	7 Food and beverages	170,044.	95,275.	353,577.	618,896.
	8 Entertainment				
	9 Other direct expenses	504.	0.	3,541.	4,045.
	10 Direct expense summary. Add lines 4 through 9 in column (d) ▶				(856,644)
	11 Net income summary. Combine line 3, column (d), and line 10 ▶				-359,925.

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 I (Form 990)

Department of the Treasury
Internal Revenue Service

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

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

▶ Attach to Form 990.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

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? [X] Yes [ ] No

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
LEADERSHIP FOR EDUCATIONAL EQUITY 1413 K STREET NW, 9TH FLOOR WASHINGTON, DC 20005	20-8848357	501(C)4	4,767,966.	0.			CHARITABLE AND EDUCATIONAL PROGRAMS TO STRENGTHEN INDIVIDUAL AND COLLECTIVE LEADERSHIP

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table ▶ 0.

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

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
CORPS MEMBERS TRANSITIONAL GRANTS	2282	3,275,516.	0.		
AMGEN AWARDS	96	96,000.	0.		
PLACEMENT FUNDING AWARDS	170	435,283.	0.		
CORPS MEMBERS COURSEWORK GRANTS	330	947,087.	0.		

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

SCHEDULE I, PART I, LINE 2: TEACH FOR AMERICA PROVIDES GRANTS AND/OR FINANCIAL AID TO CORPS MEMBERS WHO ARE ATTENDING THE CURRENT YEAR'S INSTITUTE. THE ORGANIZATION MAINTAINS A LISTING OF THE INDIVIDUALS THAT BENEFIT FROM THE GRANT, WITH ALL REQUIRED INFORMATION (E.G. FULL NAME, SOCIAL SECURITY NUMBER AND ADDRESS). GRANTS ARE ISSUED BASED ON THE FINANCIAL NEED OF THE RECIPIENT AND MAY BE USED FOR ANY PURPOSE.

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number 13-3541913

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	X	
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	X	
3	Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III. ☐ Compensation committee ☐ Written employment contract ☒ Independent compensation consultant ☒ Compensation survey or study ☒ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:			
a	Receive a severance payment or change-of-control payment?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
c	Participate in, or receive payment from, an equity-based compensation arrangement?	4c		X
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.			
	Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:			
a	The organization?	5a		X
b	Any related organization?	5b		X
	If "Yes" to line 5a or 5b, describe in Part III.			
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:			
a	The organization?	6a		X
b	Any related organization?	6b		X
	If "Yes" to line 6a or 6b, describe in Part III.			
7	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7		X
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III	8		X
9	If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	9		

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) WENDY KOPP	(i)	426,758.	0.	0.	6,833.	13,814.	447,405.	0.
CEO UNTIL 2/28/13; CHAIR	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MATTHEW KRAMER	(i)	340,196.	0.	0.	13,022.	13,715.	366,933.	0.
PRESIDENT UNTIL 2/28/13; CO-CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) TRACY-ELIZABETH CLAY	(i)	183,902.	0.	0.	5,129.	4,907.	193,938.	0.
SVP, LEGAL AFFAIRS/SECRETARY	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) E. MIGUEL ROSSY	(i)	235,389.	0.	5,755.	0.	9,761.	250,905.	0.
SVP, CFO	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) ELISA VILLANUEVA BEARD	(i)	253,312.	0.	0.	9,800.	13,613.	276,725.	0.
COO UNTIL 2/28/13; CO-CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) JOSHUA GRIGGS	(i)	202,404.	0.	0.	7,065.	13,099.	222,568.	0.
EVP, CAO	(ii)	0.	0.	0.	0.	0.	0.	0.
(7) SUSAN ASIYANBI	(i)	237,065.	0.	0.	0.	4,965.	242,030.	0.
EVP TEACHER PREP/SUPPORT/DEV	(ii)	0.	0.	0.	0.	0.	0.	0.
(8) ELISSA SODHYUN KIM	(i)	237,811.	0.	0.	8,112.	5,007.	250,930.	0.
EVP RECRUITMENT & ADMISSIONS	(ii)	0.	0.	0.	0.	0.	0.	0.
(9) ERIC SCROGGINS	(i)	277,432.	0.	0.	0.	5,052.	282,484.	0.
EVP, GROWTH, DEV. & PART.	(ii)	0.	0.	0.	0.	0.	0.	0.
(10) AIMEE ADELE EUBANKS DAVIS	(i)	229,638.	0.	0.	8,262.	13,593.	251,493.	0.
EVP, PEOPLE, COMM & DIV & CPO	(ii)	0.	0.	0.	0.	0.	0.	0.
(11) JEFFREY WETZLER	(i)	247,358.	0.	0.	8,823.	13,616.	269,797.	0.
EVP TEACHER PREP/SUPPORT/DEV	(ii)	0.	0.	0.	0.	0.	0.	0.
(12) PAUL KEYS	(i)	197,018.	0.	0.	6,814.	9,228.	213,060.	0.
SVP REGIONAL OPERATIONS	(ii)	0.	0.	0.	0.	0.	0.	0.
(13) THEODORE C. QUINN	(i)	197,882.	0.	0.	6,754.	4,964.	209,600.	0.
SVP STRATEGY & RESEARCH	(ii)	0.	0.	0.	0.	0.	0.	0.
(14) JOHN FARR	(i)	185,167.	0.	0.	6,483.	4,898.	196,548.	0.
SVP & CHIEF KNOWLEDGE OFFICER	(ii)	0.	0.	0.	0.	0.	0.	0.
(15) OSMAN KURTULUS	(i)	135,686.	0.	0.	0.	10,125.	145,811.	0.
FORMER VP ACCOUNTING & ASST SEC.	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							

Part III Supplemental Information

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

PART I, LINE 1A: MIGUEL ROSSY WAS REIMBURSED BY THE ORGANIZATION FOR TAX OBLIGATIONS THAT WERE INCURRED FOR ELECTED MEDICAL COVERAGE. THIS REIMBURSEMENT OF $5,755 WAS INCLUDED IN HIS W-2 WAGES FOR CALENDAR YEAR 2012.

COMPENSATION FOR WENDY KOPP, MATTHEW KRAMER, AND ELISA VILLANUEVA BEARD IS REPORTED FOR THE PERIOD JANUARY 1, 2012, THROUGH DECEMBER 31, 2012. WENDY KOPP WAS PAID AS CEO THROUGH FEBRUARY 28, 2013, AT WHICH TIME SHE BECAME CHAIR OF THE BOARD FROM THE PERIOD MARCH 1, 2013, THROUGH MAY 31, 2013. MATTHEW KRAMER AND ELISA VILLANUEVA BEARD WERE PRESIDENT AND COO, RESPECTIVELY, THROUGH FEBRUARY 28, 2013, UNTIL APPOINTED CO-CEOS BEGINNING MARCH 1, 2013.

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

Part I Types of Property

		(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1	Art - Works of art				
2	Art - Historical treasures				
3	Art - Fractional interests				
4	Books and publications				
5	Clothing and household goods				
6	Cars and other vehicles				
7	Boats and planes				
8	Intellectual property				
9	Securities - Publicly traded	X	101	27,396,851.	FAIR MARKET VALUE
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential	X	1	4,300,000.	SALES PRICE
16	Real estate - Commercial				
17	Real estate - Other				
18	Collectibles				
19	Food inventory				
20	Drugs and medical supplies				
21	Taxidermy				
22	Historical artifacts				
23	Scientific specimens				
24	Archeological artifacts				
25	Other ▶ ( )				
26	Other ▶ ( )				
27	Other ▶ ( )				
28	Other ▶ ( )				

			Yes	No
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: 1		
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.			

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

SCHEDULE M, PART I, COLUMN (B): THE ORGANIZATION IS REPORTING THE NUMBER OF CONTRIBUTORS IN PART I, COLUMN B.

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.

Name of the organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

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

BY ENLISTING OUR NATION'S MOST PROMISING LEADERS IN THAT EFFORT.

FORM 990, BOX F:

THE ORGANIZATION HAS TWO PRINCIPAL OFFICERS:

- MATT KRAMER, PRESIDENT UNTIL 2/28/13; CO-CEO
- ELISA VILLANUEVA-BEARD, COO UNTIL 2/28/13; CO-CEO

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

INCLUDING FINAL DAY-LONG INTERVIEW SESSIONS IN MULTIPLE SITES ACROSS THE COUNTRY. TEACH FOR AMERICA HAD A 14% ACCEPTANCE RATE IN THE 2012-2013 ADMISSIONS CYCLE AND APPROXIMATELY 6,000 NEW CORPS MEMBERS BEGAN THEIR TEACHING ASSIGNMENTS IN FALL 2013.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

APPROXIMATELY 80% OF TEACH FOR AMERICA'S 28,000 ALUMNI IN 2013 WERE DOING MISSION-ALIGNED WORK EITHER IN EDUCATION OR IN OTHER PROFESSIONS SERVING LOW-INCOME COMMUNITIES.

NOTE: PRE-SERVICE TEACHER TRAINING HAS BEEN AND CONTINUES TO BE ONE OF THE TOP THREE PROGRAM SERVICES AND STRATEGIC PRIORITIES OF TEACH FOR AMERICA AS MEASURED BY EXPENSES EACH YEAR. HOWEVER, AS OF OCTOBER 1,

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

2012, TEACH FOR AMERICA REVISED ITS FISCAL YEAR ENDING SEPTEMBER 30 TO MAY 31. AS A RESULT, FISCAL YEAR 2013 FINANCIAL INFORMATION IS BASED ON A ONE-TIME SHORTENED EIGHT MONTH FISCAL YEAR, WHICH DID NOT INCLUDE THE MAJORITY OF PRE-SERVICE TRAINING EXPENSES THAT OCCUR IN THE SUMMER MONTHS. AS A RESULT, IN FISCAL YEAR 2013, ALUMNI AFFAIRS ACTIVITIES SUPERSEDED PRE-SERVICE TRAINING AS ONE OF OUR THREE LARGEST PROGRAM SERVICES.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

PROVIDING OPPORTUNITIES FOR ONGOING PROFESSIONAL DEVELOPMENT, AND HELPING CORPS MEMBERS BECOME PART OF THEIR LOCAL COMMUNITIES. TEACH FOR AMERICA CORPS MEMBERS TAUGHT ACROSS 48 REGIONS IN 2013.

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

PRE-SERVICE INSTITUTE:

FOR INCOMING CORPS MEMBERS, TEACH FOR AMERICA CONDUCTS INTENSIVE SUMMER TRAINING INSTITUTES HELD ON UNIVERSITY CAMPUSES AND IN CONJUNCTION WITH LOCAL PUBLIC SCHOOL DISTRICTS. APPROXIMATELY 6,000 CORPS MEMBERS WILL BE TRAINED AT ONE OF OUR NINE INSTITUTE CAMPUSES: PHOENIX, AZ; HOUSTON, TX; PHILADELPHIA, PA; LOS ANGELES, CA; NEW YORK, NY; ATLANTA, GA; CHICAGO, IL; CLEVELAND, MS; AND TULSA, OK. AS A PART OF TEACH FOR AMERICA'S ONGOING RELATIONSHIP IN THE FOLLOWING INSTITUTE CITIES, CORPS MEMBERS TEACH STUDENTS WHO ENROLL IN THE PUBLIC SUMMER SCHOOL PROGRAMS HOSTED BY THE PARTNER SCHOOL DISTRICTS AND PARTICIPATING PUBLIC CHARTER SCHOOLS:

Name of the organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

- ATLANTA (ATLANTA PUBLIC SCHOOLS AND SHELTERING ARMS ECE CENTERS)

- CHICAGO (CHICAGO PUBLIC SCHOOLS; GALAPAGOS CHARTER ELEMENTARY; ONE HOPE UNITED AND ADA S. MCKINLEY)

- DELTA (CLEVELAND PUBLIC SCHOOLS; CLARKSDALE PUBLIC SCHOOLS; WEST TALLAHATCHIE PUBLIC SCHOOLS; HOLLANDALE PUBLIC SCHOOLS; HUMPHREYS COUNTY PUBLIC SCHOOLS; WEST BOLIVAR COUNTY PUBLIC SCHOOLS; QUITMAN COUNTY PUBLIC SCHOOLS AND LAKESIDE PUBLIC SCHOOLS)

- HOUSTON (HOUSTON INDEPENDENT SCHOOL DISTRICT)

- LOS ANGELES (LOS ANGELES UNITED SCHOOL DISTRICT; WESTSIDE CHILDREN'S CENTER; ALLIANCE SCHOOLS AND GABRIELLA CHARTER SCHOOL)

- NEW YORK CITY (NEW YORK CITY PUBLIC SCHOOLS; BRONX LIGHTHOUSE; DEMOCRACY PREP; URBAN ASSEMBLY SCHOOLS; WILLIAMSBURG PREP; SOUTH BRONX CLASSICAL AND ST. HOPE ACADEMY)

- PHILADELPHIA (MASTERY CHARTER SCHOOLS; KIPP CHARTER SCHOOLS; SCHOLAR ACADEMICS; DELAWARE VALLEY CHARTER HIGH SCHOOL; MARIANA BRACETTI ACADEMY CHARTER SCHOOL; BELMONT ACADEMY CHARTER SCHOOL; BOYS' LATIN OF PHILADELPHIA)

- PHOENIX (ROOSEVELT ELEMENTARY SCHOOL DISTRICT; OSBORN ELEMENTARY SCHOOL DISTRICT; AGUA FRIA UNION HIGH SCHOOL DISTRICT; TOLLESON UNION HIGH SCHOOL DISTRICT; IMAGINE CHARTER SCHOOLS AND GREAT HEART ACADEMIES)

- TULSA (TULSA PUBLIC SCHOOLS AND THE COMMUNITY ACTION PROJECT)

EXPENSES $ 16,864,443. INCLUDING GRANTS OF $ 129,438. REVENUE $ 0.

FORM 990, PART VI, SECTION A, LINE 4: THE ORGANIZATION AMENDED ITS BYLAWS TO UPDATE THE FISCAL YEAR REPORTED IN ITS BYLAWS TO JUNE 1ST THROUGH MAY 31ST.

Name of the organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

FORM 990, PART VI, SECTION A, LINE 8B: ALL OF THE MEETINGS OF THE AUDIT, FINANCE, INVESTMENT, PROGRAM AND DIVERSITY AND REAL ESTATE COMMITTEES OF THE BOARD WERE DOCUMENTED THROUGH MINUTES AND THE MAJORITY OF THE REMAINING 5 COMMITTEES WERE SIMILARLY DOCUMENTED BUT NOT ALL. TEACH FOR AMERICA IS IN THE PROCESS OF IMPLEMENTING A DOCUMENTATION PROTOCOL FOR ALL SUBCOMMITTEES, IN ORDER TO ENSURE ALL MINUTES ARE PROPERLY DOCUMENTED.

FORM 990, PART VI, SECTION B, LINE 11: TEACH FOR AMERICA'S FORM 990 WAS PREPARED BY AN INDEPENDENT TAX PREPARER. MANAGEMENT PERFORMED AN IN-DEPTH REVIEW. A DRAFT OF THE 990 WAS PROVIDED TO THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS FOR REVIEW AND APPROVAL. ONCE ALL QUESTIONS AND COMMENTS FROM THE AUDIT COMMITTEE WERE ADDRESSED, A FINAL VERSION OF THE DRAFT 990 FORM WAS MADE AVAILABLE TO THE EXECUTIVE COMMITTEE OF THE BOARD WHICH PROVIDES GENERAL OVERSIGHT OF THE BOARD OF DIRECTORS AND IS AUTHORIZED TO MAKE DECISIONS ON THEIR BEHALF DURING INTERVALS BETWEEN MEETINGS OF THE FULL BOARD. PRIOR TO THE FORM 990 BEING FILED, A COPY OF THE APPROVED FORM 990 FROM THE EXECUTIVE COMMITTEE IS GIVEN TO THE FULL BOARD. THE FORM 990 IS DISTRIBUTED ELECTRONICALLY TO ALL MEMBERS OF THE GOVERNING BODY FOR REVIEW BEFORE FILING.

FORM 990, PART VI, SECTION B, LINE 12C: TEACH FOR AMERICA, INC. REQUIRES EACH OFFICER, DIRECTOR, OR KEY EMPLOYEE ANNUALLY (1) TO REVIEW THE CONFLICT OF INTEREST POLICY; (2) TO DISCLOSE ANY POSSIBLE PERSONAL, FAMILY, OR BUSINESS RELATIONSHIP THAT REASONABLY COULD GIVE RISE TO A CONFLICT OF INTEREST OR THE APPEARANCE OF A CONFLICT OF INTEREST; AND (3) TO ACKNOWLEDGE BY HIS OR HER SIGNATURE THAT HE OR SHE IS ACTING IN ACCORDANCE WITH THE LETTER AND SPIRIT OF SUCH POLICY.

Name of the organization: TEACH FOR AMERICA, INC.

Employer identification number: 13-3541913

WHEN A COVERED PERSON BECOMES AWARE OF A PROPOSED COVERED TRANSACTION, HE OR SHE SHALL HAVE A DUTY TO TAKE THE FOLLOWING ACTIONS:

(A) IMMEDIATELY DISCLOSE THE EXISTENCE AND CIRCUMSTANCES OF SUCH COVERED TRANSACTION TO THE CHAIR (IN THE CASE OF OFFICERS AND KEY EMPLOYEES OTHER THAN THE CHAIR) OR TO THE BOARD OF DIRECTORS OF THE ORGANIZATION (THE "BOARD") OR APPLICABLE COMMITTEE THEREOF (IN THE CASE OF DIRECTORS AND THE CHAIR);

(B) REFRAIN FROM USING HIS OR HER PERSONAL INFLUENCE TO ENCOURAGE THE ORGANIZATION TO ENTER INTO THE COVERED TRANSACTION; AND

(C) PHYSICALLY EXCUSE HIMSELF OR HERSELF FROM PARTICIPATION IN ANY DISCUSSIONS REGARDING THE COVERED TRANSACTION WITH OFFICERS, DIRECTORS, AND EMPLOYEES OF THE ORGANIZATION, EXCEPT TO RESPOND TO REQUESTS FOR INFORMATION.

FORM 990, PART VI, SECTION B, LINE 15: TEACH FOR AMERICA, INC. USES INDEPENDENT COMPENSATION CONSULTANTS TO ENSURE THAT THE SALARY SET FOR THE CEO IS APPROPRIATE. INDEPENDENT COMPENSATION CONSULTANTS ARE ALSO USED TO ENSURE THAT THE SALARIES FOR THE LEADERSHIP TEAM MEMBERS AND OTHER KEY OFFICERS ARE APPROPRIATE AND IN LINE WITH THOSE OF COMPARABLE ORGANIZATIONS. ALL CEO AND LEADERSHIP TEAM MEMBER SALARIES ARE APPROVED BY THE BOARD.

COMPENSATION STRUCTURES AND INDIVIDUAL STAFF MEMBER SALARIES ARE REVIEWED AND ADJUSTED ANNUALLY AT TEACH FOR AMERICA. REGARDING OUR COMPENSATION STRUCTURES, EACH YEAR, THE COMPENSATION TEAM RECOMMENDS BASELINE

Name of the organization: TEACH FOR AMERICA, INC.
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ADJUSTMENTS TO THE CEOS, BASED ON MARKET RESEARCH. ONCE APPROVED, ANY FINANCIAL IMPACT IS INCLUDED IN THE OVERALL BUDGET RECOMMENDED TO THE HA COMMITTEE AND THEN APPROVED BY THE BOARD. THESE COMPENSATION STRUCTURES ARE THEN USED TO SET STAFF MEMBER SALARIES IN THE NEXT YEAR IN LINE WITH OUR GUIDING PRINCIPLES OF PAYING ABOVE AVERAGE RELATIVE TO THE NON-PROFIT ORGANIZATIONS BUT NOT AT THE TOP OF THE MARKET, ADHERING TO INTERNAL EQUITY, RECOGNIZING CHANGES IN SCALE AND MARKET OF ROLES, AND ENSURING WE ARE PAYING FAIRLY AND COMPETITIVELY OVER THE COURSE OF STAFF MEMBER CAREERS IN THE ORGANIZATION THROUGH ANNUAL EVALUATION OF A STAFF MEMBER'S CHANGING CONTRIBUTION TO THE ORGANIZATION. STAFF SALARIES ARE CALIBRATED ANNUALLY BY THE LEADERSHIP TEAM AND APPROVED BY THE CO-CEOS, ENSURING FAIRNESS AND EQUITY ACROSS THE ORGANIZATION AND ALIGNMENT WITH OUR COMPENSATION PHILOSOPHY.

FORM 990, PART VI, LINE 17, LIST OF STATES RECEIVING COPY OF FORM 990:
AL,AK,AZ,AR,CA,CO,CT,DC,FL,GA,HI,IL,KS,KY,ME,MD,MA,MI,MN,MS,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: TEACH FOR AMERICA MAKES ITS FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING A COPY AT ITS PLACE OF BUSINESS. THE FORM 990 IS LIKEWISE PUBLISHED ON THE INTERNET AT WWW.GUIDESTAR.ORG AND AT WWW.TEACHFORAMERICA.ORG. TEACH FOR AMERICA ALSO PUBLISHES ITS FINANCIAL STATEMENTS ON ITS WEBSITE. THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY ARE NOT ORDINARILY MADE AVAILABLE TO THE PUBLIC, BUT, IF REQUESTED, WILL BE PROVIDED AT MANAGEMENT'S DISCRETION.

FORM 990, PART VIII, LINE 2A:

FEES FOR SERVICE REVENUE:

Name of the organization	Employer identification number
TEACH FOR AMERICA, INC.	13-3541913

TEACH FOR AMERICA HAS CONTRACTUAL AGREEMENTS WITH VARIOUS SCHOOL DISTRICTS ACROSS THE UNITED STATES OF AMERICA TO RECRUIT, SELECT, TRAIN, AND HIRE CORPS MEMBERS FOR OPEN TEACHING POSITIONS WITHIN THEIR SCHOOL DISTRICTS. TEACH FOR AMERICA RECOGNIZES THE REVENUE RELATED TO THESE CONTRACTUAL AGREEMENTS AS EARNED, THAT IS, WHEN THE CORPS MEMBERS IS PLACED.

FORM 990, PART XII, LINE 2C:

THE ORGANIZATION'S GOVERNING BODY HAS A COMMITTEE CHARGED WITH OVERSIGHT OF THE AUDIT OF THE ORGANIZATION'S FINANCIAL STATEMENTS. THE COMMITTEE'S PROCESS FOR OVERSIGHT OF THE AUDIT, PERFORMED BY AN INDEPENDENT ACCOUNTING FIRM, HAS NOT CHANGED FOR THE REPORTING YEAR.

FORM 990, PART I, LINE 9:

EXPLANATION FOR CHANGE IN PROGRAM SERVICE REVENUE

TEACH FOR AMERICA COLLECTS FEES FOR PROGRAM SERVICES WHEN TEACHERS ARE HIRED BY SCHOOLS AND DISTRICTS IN THEIR RESPECTIVE ASSIGNED LOCATIONS. THIS OCCURS IN SEPTEMBER, AT THE BEGINING OF EACH SCHOOL YEAR. IN 2013, TFA CHANGED THE ACCOUNTING PERIOD FROM OCTOBER 1 THROUGH SEPTEMBER 30 TO JUNE 1 THROUGH MAY 31. THIS 2012 FORM 990, THEREFORE, COVERS A SHORT YEAR REPORTING PERIOD FROM OCTOBER 1, 2012 THROUGH MAY 31, 2013. AS A RESULT, THE FEE FOR SERVICES COLLECTIONS EXPECTED AND POSTED IN SEPTEMBER ARE NOT REFLECTED IN THIS 2012 FORM 990. THIS ACCOUNTS FOR THE DECREASE IN PROGRAM SERVICE REVENUE WHEN COMPARED TO PRIOR YEAR FORM 990 REPORTING OF PROGRAM SERVICE REVENUE.