

# CHAR500

NYS Annual Filing for Charitable Organizations  
www.CharitiesNYS.com

Send with fee and attachments to:  
NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

**2013**  
Open to Public  
Inspection

## 1. General Information

|                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                           |                                                           |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------|
| For Fiscal Year Beginning (mm/dd/yyyy) <u>03</u> / <u>01</u> / 2013 and Ending (mm/dd/yyyy) <u>02</u> / <u>28</u> / <u>2014</u>                                                                                                                                                   |                                                                                                                                                                                                           |                                                           |
| Check if Applicable:<br><input type="checkbox"/> Address Change<br><input type="checkbox"/> Name Change<br><input type="checkbox"/> Initial Filing<br><input type="checkbox"/> Final Filing<br><input type="checkbox"/> Amended Filing<br><input type="checkbox"/> Reg ID Pending | Name of Organization:<br><b>Software Freedom Conservancy, Inc.</b>                                                                                                                                        | Employer Identification Number (EIN):<br><b>412203632</b> |
|                                                                                                                                                                                                                                                                                   | Mailing Address:<br><b>137 MONTAGUE ST STE 380</b>                                                                                                                                                        | NY Registration Number:<br><b>40 - 39 - 09</b>            |
|                                                                                                                                                                                                                                                                                   | City / State / Zip:<br><b>BROOKLYN, NY 11201-3548</b>                                                                                                                                                     | Telephone:<br><b>+1-212-461-3245</b>                      |
|                                                                                                                                                                                                                                                                                   | Website:<br><b>https://sfconservancy.org/</b>                                                                                                                                                             | Email:<br><b>info@sfconservancy.org</b>                   |
|                                                                                                                                                                                                                                                                                   | Check your organization's registration category: <input type="checkbox"/> 7A only <input type="checkbox"/> EPTL only <input checked="" type="checkbox"/> DUAL (7A & EPTL) <input type="checkbox"/> EXEMPT |                                                           |
| Find your registration category in the Charities Registry at <a href="http://www.CharitiesNYS.com">www.CharitiesNYS.com</a>                                                                                                                                                       |                                                                                                                                                                                                           |                                                           |

## 2. Certification

See instructions for certification requirements. Improper certification is a violation of law that may be subject to penalties.

*We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.*

President or Authorized Officer:

Signature

President

9 January 2015

Title

Date

Chief Financial Officer or Treasurer:

Signature

Treasurer

9 January 2015

Title

Date

## 3. Annual Reporting Exemption

Check the exemption(s) that apply to your filing. If your organization is claiming an exemption under the category (7A and EPTL only filers) or both categories (DUAL filers) that apply to your registration, complete only parts 1, 2, and 3, and submit the certified Char500. No fee, schedules, or additional attachments are required. If you cannot claim an exemption or are a DUAL filer that claims only one exemption, you must file applicable schedules and attachments and pay applicable fees.

☐ **3a. 7A filing exemption:** Total contributions from NY State including residents, foundations, government agencies, etc. did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during the fiscal year. Or the organization qualifies for another 7A exemption (see instructions).

☐ **3b. EPTL filing exemption:** Gross receipts did not exceed \$25,000 and the market value of assets did not exceed \$25,000 at any time during the fiscal year.

## 4. Schedules and Attachments

See the following page for a checklist of schedules and attachments to complete your filing.

☐ Yes ☒ No

4a. Did your organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? If yes, complete Schedule 4a.

☐ Yes ☒ No

4b. Did the organization receive government grants? If yes, complete Schedule 4b.

## 5. Fee

See the checklist on the next page to calculate your fee(s). Indicate fee(s) you are submitting here:

7A filing fee:

\$ 25

EPTL filing fee:

\$ 100

Total fee:

\$ 125

Make a single check or money order payable to:  
**"Department of Law"**

# CHAR500

## Annual Filing Checklist

Simply submit the certified CHAR500 with no fee, schedule, or additional attachments IF:

- Your organization is registered as 7A only and you marked the 7A filing exemption in Part 3.
- Your organization is registered as EPTL only and you marked the EPTL filing exemption in Part 3.
- Your organization is registered as DUAL and you marked both the 7A and EPTL filing exemption in Part 3.

## Checklist of Schedules and Attachments

Check the schedules you must submit with your CHAR500 as described in Part 4:

- ☐ If you answered "yes" in Part 4a, submit Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsel (FRC), Commercial Co-Venturers (CCV)
- ☐ If you answered "yes" in Part 4b, submit Schedule 4b: Government Grants

Check the financial attachments you must submit with your CHAR500:

- ☒ IRS Form 990, 990-EZ, or 990-PF, and 990-T if applicable
- ☒ All additional IRS Form 990 Schedules including Schedule B (Schedule of Contributors).
- ☐ IRS Form 990-T if applicable

If you are a 7A only or DUAL filer, submit the applicable independent Certified Public Accountant's Review or Audit Report:

- ☐ Review Report if you received total revenue and support greater than \$250,000 and up to \$500,000.
- ☒ Audit Report if you received total revenue and support greater than \$500,000
- ☐ No Review Report or Audit Report is required because total revenue and support is less than \$250,000

Note: The Audit and Review requirements are set to change in 2017 and 2021 in accordance with the Non Profit Revitalization Act of 2013.  
For more details, visit [www.CharitiesNYS.com](http://www.CharitiesNYS.com).

## Calculate Your Fee

For 7A and DUAL filers, calculate the 7A fee:

- ☐ \$0, if you marked the 7A exemption in Part 3a
- ☒ \$25, if you did not mark the 7A exemption in Part 3a

For EPTL and DUAL filers, calculate the EPTL fee:

- ☐ \$0, if you marked the EPTL exemption in Part 3b
- ☐ \$25, if the NET WORTH is less than \$50,000
- ☐ \$50, if the NET WORTH is \$50,000 or more but less than \$250,000
- ☒ \$100, if the NET WORTH is \$250,000 or more but less than \$1,000,000
- ☐ \$250, if the NET WORTH is \$1,000,000 or more but less than \$10,000,000
- ☐ \$750, if the NET WORTH is \$10,000,000 or more but less than \$50,000,000
- ☐ \$1500, if the NET WORTH is \$50,000,000 or more

Is my organization a 7A, EPTL or DUAL filer?

- 7A filers are registered to solicit contributions in New York under Article 7-A of the Executive Law ("7A")
- EPTL filers are registered under the Estates, Powers & Trusts Law ("EPTL") because they hold assets and/or conduct activities for charitable purposes in NY.
- DUAL filers are registered under both 7A and EPTL.

Check your registration category and learn more about NY law at [www.CharitiesNYS.com](http://www.CharitiesNYS.com)

Where do I find my organization's NET WORTH?

NET WORTH for fee purposes is calculated on:

- IRS Form 990 Part I, line 22
- IRS Form 990 EZ Part I line 21
- IRS Form 990 PF, calculate the difference between Total Assets at Fair Market Value (Part II, line 16(c)) and Total Liabilities (Part II, line 23(b)).

## Send Your Filing

Send your CHAR500, all schedules and attachments, and total fee to:

NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

# CHAR500

Instructions for Completing Your NY Annual Filing  
[www.CharitiesNYS.com](http://www.CharitiesNYS.com)

## Need Assistance?

Visit: [www.CharitiesNYS.com](http://www.CharitiesNYS.com)  
Call: (212) 416-8401  
Email: [Charities.Bureau@ag.ny.gov](mailto:Charities.Bureau@ag.ny.gov)

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## Before You Begin

Visit [www.CharitiesNYS.com](http://www.CharitiesNYS.com) and search the Charities Registry to find your organization's NY State Registration Number (##-##-##) and Registration Category (7A, EPTL, DUAL, EXEMPT). Knowing your organization's Registration Category will help you respond to Sections 1 and 3, determine the required attachments to the CHAR500 and calculate your filing fee. EXEMPT organizations are exempt from registration and not required to file with the NY Charities Bureau. If your organization is not registered with the Charities Bureau, please complete CHAR410 "Registration Statement for Charitable Organizations".

## 1. General Information

Enter the accounting period covered by the report. Provide the best contact information for your organization. This information will be publicly available in the Charities Registry and will be used for communication to your organization. If your organization is registered and this is your regular annual filing, check *Initial Filing*. If your contact information needs to be updated, check *Address Change* and/or *Name Change*. Check *Amended Filing* if you are making a change to a previous filing. If you have submitted a CHAR410 - "Registration Statement for Charitable Organizations" - but do not yet have a NY State Registration Number, check *NY Reg Pending*. If this is a final filing and the organization is seeking dissolution or ceasing operations, check *Final Filing* and submit all applicable IRS schedules and attachments. If your organization is a NY corporation, visit [www.CharitiesNYS.com](http://www.CharitiesNYS.com) for information on how to dissolve. Check the registration category of your organization (7A, EPTL, DUAL or EXEMPT).

## 2. Certification

When you have completed the form, sign and print the name, title and date. For 7A and DUAL filers, the CHAR500 must be signed by both the president or another authorized officer and the chief financial officer or treasurer. These must be different individuals. EPTL filers have the option of a single signature if the certification is by a banking institution or a trustee of a trust. Clearly state the title of the representative (e.g. "President," "CEO," "Treasurer," "CFO," "Bank Vice President" or "Trustee").

## 3. Annual Reporting Exemption

You may claim an exemption from the reporting and fee requirements if you meet the filing exemptions applicable to your organization. If claiming an exemption under one statute (7A and EPTL only filers) or both statutes (DUAL filers) that apply to your registration, complete only parts 1, 2, and 3, and submit the certified Char500. No fee, schedule, or additional attachments are required. Otherwise, file all required schedules and attachments and pay applicable fees.

Note: A 7A or DUAL filer with contributions over \$25,000 that did not contract with a professional fund raiser may check the 7A filing exemption if it (i) received all or substantially all of its contributions from a single government agency to which it submitted an annual report similar to that required by Executive Law Article 7A, or (ii) it received an allocation from a federated fund, United Way or incorporated community appeal and contributions from all other sources did not exceed \$25,000.

## 4. Schedules and Attachments

If you do not qualify for the reporting exemption as described in Part 3, review the checklist of schedules and attachments required to complete your filing. If your organization qualified for and submitted an IRS 990-N "e-Postcard", you must complete and submit a 990EZ to the NY Charities Bureau for reporting purposes. The NY Charities Bureau will not accept an IRS 990-N "e-postcard". Also, be aware that CPA audit requirements for 7A and DUAL filers are set to change again in 2017 and 2021 in accordance with the Nonprofit Revitalization Act of 2013.

## 5. Fee

Your total fee is based on your registration category (7A, EPTL or DUAL). 7A or EPTL filers only pay the fee that applies to the statute under which they have registered unless they have claimed an exemption in Part 3. DUAL filers must pay both fees, unless they have claimed an exemption in Part 3. Consult the CHAR500 to calculate your fee or contact the NY Charities Bureau if you have additional questions.

## When to Submit Your Filing

7A and DUAL filers: postmarked within 4 1/2 months after the organization's accounting period ends. For example, fiscal year end December 31 reports are due by May 15th of the following year. EPTL filers: postmarked within 6 months after the organization's accounting period ends. A filer may request an extension of time to file of up to 180 days. [Instructions for requesting an extension](#) are available at [www.CharitiesNYS.com](http://www.CharitiesNYS.com).

## Where to Submit Your Filing

Payment must be made to the "Department of Law". Send the complete filing with payment to:  
**NYS Office of the Attorney General, Charities Bureau Registration Section, 120 Broadway, New York, NY 10271.**

## Penalties

The Attorney General may cancel the registration of or seek civil penalties from an organization that fails to comply with the filing requirements.



# CHAR500

Schedule 4a: Professional Fund Raisers, Fund Raising Counsels, Commercial Co-Venturers  
www.CharitiesNYS.com

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If you checked the box in question 4a in Part 4 on the CHAR500 Annual Filing for Charitable Organizations, complete this schedule for EACH Professional Fund Raiser (PFR), Fund Raising Counsel (FRC) or Commercial Co-Venturer (CCV) that the organization engaged for fund raising activity in NY State. Use additional pages if necessary. Include this schedule with your certified CHAR500 NYS Annual Filing for Charitable Organizations.

## 1. Organization Information

|                       |                                         |
|-----------------------|-----------------------------------------|
| Name of Organization: | NY Registration Number:<br>□□ - □□ - □□ |
|-----------------------|-----------------------------------------|

## 2. Professional Fund Raiser, Fund Raising Counsel, Commercial Co-Venturer Information

|                                                   |                     |                                         |
|---------------------------------------------------|---------------------|-----------------------------------------|
| Fund Raising Professional type:                   | Name of FRP:        | NY Registration Number:<br>□□ - □□ - □□ |
| <input type="checkbox"/> Professional Fund Raiser | Mailing Address:    | Telephone:                              |
| <input type="checkbox"/> Fund Raising Counsel     | City / State / Zip: |                                         |
| <input type="checkbox"/> Commercial Co-Venturer   |                     |                                         |

## 3. Contract Information

|                      |                    |
|----------------------|--------------------|
| Contract Start Date: | Contract End Date: |
|----------------------|--------------------|

## 4. Description of Services

Services provided by FRP:

## 5. Description of Compensation

|                                    |                     |
|------------------------------------|---------------------|
| Compensation arrangement with FRP: | Amount Paid to FRP: |
|------------------------------------|---------------------|

## 6. Commercial Co-Venturer (CCV) Report

☐ Yes ☐ No If services were provided by a CCV, did the CCV provide the charitable organization with the interim or closing report(s) required by Section 173(a) part 3 of the Executive Law Article 7A?

## Definitions

A **Professional Fund Raiser (PFR)**, in addition to other activities, conducts solicitation of contributions and/or handles the donations (Article 7A, 171-a.4).  
A **Fund Raising Counsel (FRC)** does not solicit or handle contributions but limits activities to advising or assisting a charitable organization to perform such functions for itself (Article 7A, 171-a.9).  
A **Commercial Co-Venturer (CCV)** is an individual or for-profit company that is regularly and primarily engaged in trade or commerce other than raising funds for a charitable organization and who advertises that the purchase or use of goods, services, entertainment or any other thing of value will benefit a charitable organization (Article 7A, 171-a.6).

# CHAR500

Schedule 4b: Government Grants  
www.CharitiesNYS.com

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If you checked the box in question 4b in Part 4 on the CHAR500 Annual Filing for Charitable Organizations, complete this schedule and list EACH government grant. Use additional pages if necessary. Include this schedule with your certified CHAR500 NYS Annual Filing for Charitable Organizations.

## 1. Organization Information

|                       |                                                                                                                                      |
|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| Name of Organization: | NY Registration Number:<br><div><div></div><div></div> - <div><div></div><div></div></div> - <div><div></div><div></div></div></div> |
|-----------------------|--------------------------------------------------------------------------------------------------------------------------------------|

## 2. Government Grants

| Name of Government Agency | Amount of Grant |
|---------------------------|-----------------|
| 1.                        | 1.              |
| 2.                        | 2.              |
| 3.                        | 3.              |
| 4.                        | 4.              |
| 5.                        | 5.              |
| 6.                        | 6.              |
| 7.                        | 7.              |
| 8.                        | 8.              |
| 9.                        | 9.              |
| 10.                       | 10.             |
| 11.                       | 11.             |
| 12.                       | 12.             |
| 13.                       | 13.             |
| 14.                       | 14.             |
| 15.                       | 15.             |
| Total Government Grants:  | Total:          |

**Return of Organization Exempt From Income Tax**

OMB No. 1545-0047

**2013****Open to Public Inspection**Department of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**A** For the 2013 calendar year, or tax year beginning **March 1**, 2013, and ending **February 28**, 20 **14****B** Check if applicable:

- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Terminated
- ☐ Amended return
- ☐ Application pending

**C** Name of organization **Software Freedom Conservancy, Inc.**

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

**137 MONTAGUE ST**

Room/suite

**STE 380**

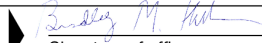
City or town, state or province, country, and ZIP or foreign postal code

**BROOKLYN, NY 11201-3548****D** Employer identification number**41-2203632****E** Telephone number**212-461-3245****G** Gross receipts \$**867,704****F** Name and address of principal officer:**Bradley M. Kuhn. Postal address is as in C above.****H(a)** Is this a group return for subsidiaries? ☐ Yes ☒ No**H(b)** Are all subsidiaries included? ☐ Yes ☐ No  
If "No," attach a list. (see instructions)**I** Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) ( ) (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ <https://sfconservancy.org/>**H(c)** Group exemption number ▶**K** Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L** Year of formation: **2006****M** State of legal domicile: **NY****Part I Summary**

|                                    |                                                                |                                                                                                                                                                                                                                                                                                                                                                                                |                                  |                     |
|------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------|---------------------|
| <b>Activities &amp; Governance</b> | <b>1</b>                                                       | Briefly describe the organization's mission or most significant activities: <b>Conservancy promotes, improves, develops, &amp; defends Free, Libre and Open Source Software projects &amp; provides a non-profit home &amp; infrastructure for them. We directly handle many key tasks for our projects, which are mostly created by volunteer developers, improving FLOSS for the public.</b> |                                  |                     |
|                                    | <b>2</b>                                                       | Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.                                                                                                                                                                                                                                                        |                                  |                     |
|                                    | <b>3</b>                                                       | Number of voting members of the governing body (Part VI, line 1a)                                                                                                                                                                                                                                                                                                                              | <b>3</b>                         | <b>7</b>            |
|                                    | <b>4</b>                                                       | Number of independent voting members of the governing body (Part VI, line 1b)                                                                                                                                                                                                                                                                                                                  | <b>4</b>                         | <b>6</b>            |
|                                    | <b>5</b>                                                       | Total number of individuals employed in calendar year 2013 (Part V, line 2a)                                                                                                                                                                                                                                                                                                                   | <b>5</b>                         | <b>3</b>            |
|                                    | <b>6</b>                                                       | Total number of volunteers (estimate if necessary)                                                                                                                                                                                                                                                                                                                                             | <b>6</b>                         | <b>1,398</b>        |
|                                    | <b>7a</b>                                                      | Total unrelated business revenue from Part VIII, column (C), line 12                                                                                                                                                                                                                                                                                                                           | <b>7a</b>                        | <b>0</b>            |
| <b>b</b>                           | Net unrelated business taxable income from Form 990-T, line 34 | <b>7b</b>                                                                                                                                                                                                                                                                                                                                                                                      | <b>0</b>                         |                     |
| <b>Revenue</b>                     | <b>8</b>                                                       | Contributions and grants (Part VIII, line 1h)                                                                                                                                                                                                                                                                                                                                                  | <b>Prior Year</b>                | <b>Current Year</b> |
|                                    | <b>9</b>                                                       | Program service revenue (Part VIII, line 2g)                                                                                                                                                                                                                                                                                                                                                   | <b>398,058</b>                   | <b>627,150</b>      |
|                                    | <b>10</b>                                                      | Investment income (Part VIII, column (A), lines 3, 4, and 7d)                                                                                                                                                                                                                                                                                                                                  | <b>210,423</b>                   | <b>234,578</b>      |
|                                    | <b>11</b>                                                      | Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)                                                                                                                                                                                                                                                                                                                       | <b>5,746</b>                     | <b>0</b>            |
|                                    | <b>12</b>                                                      | Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)                                                                                                                                                                                                                                                                                                               | <b>2,907</b>                     | <b>5,976</b>        |
|                                    | <b>12</b>                                                      |                                                                                                                                                                                                                                                                                                                                                                                                | <b>617,134</b>                   | <b>867,704</b>      |
| <b>Expenses</b>                    | <b>13</b>                                                      | Grants and similar amounts paid (Part IX, column (A), lines 1–3)                                                                                                                                                                                                                                                                                                                               |                                  | <b>10,825</b>       |
|                                    | <b>14</b>                                                      | Benefits paid to or for members (Part IX, column (A), line 4)                                                                                                                                                                                                                                                                                                                                  |                                  |                     |
|                                    | <b>15</b>                                                      | Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)                                                                                                                                                                                                                                                                                                              | <b>247,462</b>                   | <b>250,187</b>      |
|                                    | <b>16a</b>                                                     | Professional fundraising fees (Part IX, column (A), line 11e)                                                                                                                                                                                                                                                                                                                                  |                                  |                     |
|                                    | <b>b</b>                                                       | Total fundraising expenses (Part IX, column (D), line 25) ▶                                                                                                                                                                                                                                                                                                                                    |                                  |                     |
|                                    | <b>17</b>                                                      | Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)                                                                                                                                                                                                                                                                                                                                   | <b>679,048</b>                   | <b>473,617</b>      |
|                                    | <b>18</b>                                                      | Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)                                                                                                                                                                                                                                                                                                                      | <b>926,510</b>                   | <b>734,629</b>      |
| <b>19</b>                          | Revenue less expenses. Subtract line 18 from line 12           | <b>-309,376</b>                                                                                                                                                                                                                                                                                                                                                                                | <b>133,075</b>                   |                     |
| <b>Net Assets or Fund Balances</b> | <b>20</b>                                                      | Total assets (Part X, line 16)                                                                                                                                                                                                                                                                                                                                                                 | <b>Beginning of Current Year</b> | <b>End of Year</b>  |
|                                    | <b>21</b>                                                      | Total liabilities (Part X, line 26)                                                                                                                                                                                                                                                                                                                                                            | <b>905,161</b>                   | <b>1,028,336</b>    |
|                                    | <b>22</b>                                                      | Net assets or fund balances. Subtract line 21 from line 20                                                                                                                                                                                                                                                                                                                                     | <b>155,035</b>                   | <b>145,135</b>      |
|                                    |                                                                | <b>750,126</b>                                                                                                                                                                                                                                                                                                                                                                                 | <b>883,201</b>                   |                     |

**Part II Signature Block**

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

|                               |                                                                                     |  |                                                       |      |
|-------------------------------|-------------------------------------------------------------------------------------|--|-------------------------------------------------------|------|
| <b>Sign Here</b>              |  |  | 9 January 2015                                        |      |
|                               | Signature of officer<br>Bradley M. Kuhn                                             |  | Date<br>President, Software Freedom Conservancy, Inc. |      |
| <b>Paid Preparer Use Only</b> | Print/Type preparer's name                                                          |  | Preparer's signature                                  | Date |
|                               | Firm's name ▶                                                                       |  | Check <input type="checkbox"/> if self-employed PTIN  |      |
|                               | Firm's address ▶                                                                    |  | Firm's EIN ▶                                          |      |
|                               |                                                                                     |  | Phone no.                                             |      |

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

For Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 11282Y

Form **990** (2013)

**Part III** Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☐ ☒**1** Briefly describe the organization's mission:

Conservancy promotes, improves, develops, facilitates & defends Free, Libre, and Open Source Software (FLOSS) projects and provides a non-profit home & infrastructure for FLOSS projects. Conservancy directly handles many key tasks & urgent needs for its projects -- mostly created by volunteer software developers. Conservancy helps developers focus on improving FLOSS for the public. Projects include: education software for schools, integrated library service systems, and embedded software for electronic devices.

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

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

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

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

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code: ) (Expenses \$ 184,481 including grants of \$ ) (Revenue \$ 5,645 )

FLOSS development, documentation, mentoring, & project support: During the tax year, Conservancy engaged 10 different software developers as independent contractors to improve the software in its jQuery, PyPy, Sugar Labs, Twisted, and Non-Profit Accounting software projects. This work generated many thousands of new lines of software code. The code was released freely to the public under copyright licenses that encourage the general public to use, share, & modify it. These contractors also worked diligently with the community to coordinate volunteer software developers to contribute further software code. In addition to these 10 contracts, 52 other developers mentored student software developers during a summer participation program. These developers helped the students get involved with FLOSS development and contribute new code to the projects. In addition to helping students improve their software development skills, their new code was also made available to the public, as described above. Finally, Conservancy staff assists volunteers in our projects on a daily basis to acclimate to and make best use of the services available from a non-profit fiscal sponsor, including our full range of services listed at <https://sfconservancy.org/members/services/>, which include administrative, coordination, legal, and infrastructural assistance to volunteer software developers.

**4b** (Code: ) (Expenses \$ 370,245 including grants of \$ ) (Revenue \$ 233,907 )

Facilitating FLOSS conferences: During the tax year of 2013, Conservancy planned, organized and ran one conference each for its Boost, Evergreen, and Selenium projects. Additionally, Conservancy coordinated and funded a few smaller "hackfest" events, and also funded travel expenses for staff's and volunteers' attendance at 23 different third-party software conferences. These events allow the volunteer software developers and Conservancy staff to speak about their work to the general public, teach the general public how to use and improve their software, and generally promote the use, adoption and improvement of Conservancy's member projects. Additionally, these conferences provide an opportunity for software developers to meet and rapidly work closely together to make improvements to the software, and release those improvements immediately to the general public.

**4c** (Code: ) (Expenses \$ 24,587 including grants of \$ ) (Revenue \$ 0 )

License Compliance Activity: Many of Conservancy's projects are available under "copyleft" licenses, such as the GNU General Public License (GPL). "Copyleft" licenses are copyright licenses which allow everyone to freely share, copy, modify, and install modified versions of the software. However, "copyleft" licenses additionally require that everyone who receives the software has an equal right to engage in those activities.

Conservancy identifies situations where distributors fail to meet those requirements. Conservancy then enforces the copyright license, thereby requiring these distributors to provide the same rights to copy, share, modify & install modified versions of the software to all those who receive the software distribution (just as those distributors had initially received those rights). Through this process, Conservancy ensures that the general public has equal rights to use, improve, & study the software, and to experiment with their own modifications to the software. Rarely, in particularly egregious cases of GPL violation, Conservancy does seek remedy in the courts through copyright litigation, but no litigation was undertaken nor pursued during this tax year. The primary goal of all these copyright enforcement activities is always to ensure that all who receive copies of the copylefted software (or modified versions thereof) can freely engage in copying, modifying, improving & installing modified versions.

**4d** Other program services (Describe in Schedule O.)(Expenses \$ 30,458 including grants of \$ ) (Revenue \$ 1,002 )**4e** Total program service expenses **609,771**

**Part IV Checklist of Required Schedules**

|                                                                                                                                                                                                                                                                                                                              | Yes          | No |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------|----|
| <b>1</b> Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .                                                                                                                                                                         | <b>1</b> ✓   |    |
| <b>2</b> Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? . . . . .                                                                                                                                                                                                         | <b>2</b> ✓   |    |
| <b>3</b> Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .                                                                                                                      | <b>3</b>     | ✓  |
| <b>4</b> <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II . . . . .                                                                                                       | <b>4</b>     | ✓  |
| <b>5</b> Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III . . . . .                                                                               | <b>5</b>     | ✓  |
| <b>6</b> Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I . . . . .                                                    | <b>6</b>     | ✓  |
| <b>7</b> Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . .                                                                                            | <b>7</b>     | ✓  |
| <b>8</b> Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III . . . . .                                                                                                                                                         | <b>8</b>     | ✓  |
| <b>9</b> Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV . . . . .            | <b>9</b>     | ✓  |
| <b>10</b> 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 . . . . .                                                                                                     | <b>10</b>    | ✓  |
| <b>11</b> If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.                                                                                                                                                                    |              |    |
| <b>a</b> Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI . . . . .                                                                                                                                                                       | <b>11a</b>   | ✓  |
| <b>b</b> Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . .                                                                                                     | <b>11b</b>   | ✓  |
| <b>c</b> Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII . . . . .                                                                                                     | <b>11c</b>   | ✓  |
| <b>d</b> Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX . . . . .                                                                                                                      | <b>11d</b>   | ✓  |
| <b>e</b> Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X . . . . .                                                                                                                                                                                     | <b>11e</b> ✓ |    |
| <b>f</b> Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X . . . . .                                                            | <b>11f</b>   | ✓  |
| <b>12a</b> Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII . . . . .                                                                                                                                                        | <b>12a</b> ✓ |    |
| <b>b</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 . . . . .                                                                           | <b>12b</b>   | ✓  |
| <b>13</b> Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .                                                                                                                                                                                                        | <b>13</b>    | ✓  |
| <b>14a</b> Did the organization maintain an office, employees, or agents outside of the United States? . . . . .                                                                                                                                                                                                             | <b>14a</b>   | ✓  |
| <b>b</b> Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV . . . . . | <b>14b</b> ✓ |    |
| <b>15</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV . . . . .                                                                                                           | <b>15</b> ✓  |    |
| <b>16</b> Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV . . . . .                                                                                                     | <b>16</b>    | ✓  |
| <b>17</b> Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) . . . . .                                                                                            | <b>17</b>    | ✓  |
| <b>18</b> Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .                                                                                                                           | <b>18</b>    | ✓  |
| <b>19</b> 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 . . . . .                                                                                                                                                     | <b>19</b>    | ✓  |
| <b>20a</b> Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . . .                                                                                                                                                                                                             | <b>20a</b>   | ✓  |
| <b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .                                                                                                                                                                                              | <b>20b</b>   |    |



**Part IV Checklist of Required Schedules** (continued)

|                                                                                                                                                                                                                                                                                                                                      | Yes        | No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|----|
| <b>21</b> Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> . . . . .                                                                                                      | <b>21</b>  | ✓  |
| <b>22</b> Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i> . . . . .                                                                                                            | <b>22</b>  | ✓  |
| <b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i> . . . . .                                                      | <b>23</b>  | ✓  |
| <b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i> . . . . .                           | <b>24a</b> | ✓  |
| <b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .                                                                                                                                                                                                                 | <b>24b</b> |    |
| <b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .                                                                                                                                                                        | <b>24c</b> |    |
| <b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .                                                                                                                                                                                                           | <b>24d</b> |    |
| <b>25a</b> <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i> . . . . .                                                                                                     | <b>25a</b> | ✓  |
| <b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i> . . . . .                                        | <b>25b</b> | ✓  |
| <b>26</b> Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II . . . . .                                           | <b>26</b>  | ✓  |
| <b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i> . . . . . | <b>27</b>  | ✓  |
| <b>28</b> 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):                                                                                                                              |            |    |
| <b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .                                                                                                                                                                                                    | <b>28a</b> | ✓  |
| <b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .                                                                                                                                                                                 | <b>28b</b> | ✓  |
| <b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i> . . . . .                                                                                     | <b>28c</b> | ✓  |
| <b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i> . . . . .                                                                                                                                                                                                  | <b>29</b>  | ✓  |
| <b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i> . . . . .                                                                                                                                  | <b>30</b>  | ✓  |
| <b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i> . . . . .                                                                                                                                                                                        | <b>31</b>  | ✓  |
| <b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i> . . . . .                                                                                                                                                                      | <b>32</b>  | ✓  |
| <b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i> . . . . .                                                                                                                      | <b>33</b>  | ✓  |
| <b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i> . . . . .                                                                                                                                                                  | <b>34</b>  | ✓  |
| <b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .                                                                                                                                                                                                                         | <b>35a</b> | ✓  |
| <b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .                                                                                          | <b>35b</b> |    |
| <b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i> . . . . .                                                                                                                           | <b>36</b>  | ✓  |
| <b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i> . . . . .                                                                             | <b>37</b>  | ✓  |
| <b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O . . . . .                                                                                                                              | <b>38</b>  | ✓  |

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

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

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

Check if Schedule O contains a response or note to any line in this Part VI ☒

**Section A. Governing Body and Management**

|                                                                                                                                                                                                                                     |                    | Yes                                 | No                                  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|-------------------------------------|-------------------------------------|
| <b>1a</b> Enter the number of voting members of the governing body at the end of the tax year . . .                                                                                                                                 | <b>1a</b> <b>7</b> |                                     |                                     |
| 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>b</b> Enter the number of voting members included in line 1a, above, who are independent . . .                                                                                                                                   | <b>1b</b> <b>6</b> |                                     |                                     |
| <b>2</b> 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? . . .                                                | <b>2</b>           |                                     | <input checked="" type="checkbox"/> |
| <b>3</b> 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? . . . | <b>3</b>           |                                     | <input checked="" type="checkbox"/> |
| <b>4</b> Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?                                                                                                           | <b>4</b>           |                                     | <input checked="" type="checkbox"/> |
| <b>5</b> Did the organization become aware during the year of a significant diversion of the organization's assets? . . .                                                                                                           | <b>5</b>           |                                     | <input checked="" type="checkbox"/> |
| <b>6</b> Did the organization have members or stockholders? . . .                                                                                                                                                                   | <b>6</b>           |                                     | <input checked="" type="checkbox"/> |
| <b>7a</b> 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? . . .                                                                  | <b>7a</b>          |                                     | <input checked="" type="checkbox"/> |
| <b>b</b> Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? . . .                                                            | <b>7b</b>          |                                     | <input checked="" type="checkbox"/> |
| <b>8</b> Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:                                                                                          |                    |                                     |                                     |
| <b>a</b> The governing body? . . .                                                                                                                                                                                                  | <b>8a</b>          | <input checked="" type="checkbox"/> |                                     |
| <b>b</b> Each committee with authority to act on behalf of the governing body? . . .                                                                                                                                                | <b>8b</b>          | <input checked="" type="checkbox"/> |                                     |
| <b>9</b> 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 . . .         | <b>9</b>           |                                     | <input checked="" type="checkbox"/> |

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

|                                                                                                                                                                                                                                                                                                             |            | Yes                                 | No                                  |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|-------------------------------------|-------------------------------------|
| <b>10a</b> Did the organization have local chapters, branches, or affiliates? . . .                                                                                                                                                                                                                         | <b>10a</b> |                                     | <input checked="" type="checkbox"/> |
| <b>b</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?                                                                         | <b>10b</b> |                                     |                                     |
| <b>11a</b> Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?                                                                                                                                                                      | <b>11a</b> | <input checked="" type="checkbox"/> |                                     |
| <b>b</b> Describe in Schedule O the process, if any, used by the organization to review this Form 990.                                                                                                                                                                                                      |            |                                     |                                     |
| <b>12a</b> Did the organization have a written conflict of interest policy? If "No," go to line 13 . . .                                                                                                                                                                                                    | <b>12a</b> | <input checked="" type="checkbox"/> |                                     |
| <b>b</b> Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?                                                                                                                                                                | <b>12b</b> | <input checked="" type="checkbox"/> |                                     |
| <b>c</b> Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done . . .                                                                                                                                           | <b>12c</b> | <input checked="" type="checkbox"/> |                                     |
| <b>13</b> Did the organization have a written whistleblower policy? . . .                                                                                                                                                                                                                                   | <b>13</b>  | <input checked="" type="checkbox"/> |                                     |
| <b>14</b> Did the organization have a written document retention and destruction policy? . . .                                                                                                                                                                                                              | <b>14</b>  | <input checked="" type="checkbox"/> |                                     |
| <b>15</b> 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?                                                                              |            |                                     |                                     |
| <b>a</b> The organization's CEO, Executive Director, or top management official . . .                                                                                                                                                                                                                       | <b>15a</b> | <input checked="" type="checkbox"/> |                                     |
| <b>b</b> Other officers or key employees of the organization . . .                                                                                                                                                                                                                                          | <b>15b</b> | <input checked="" type="checkbox"/> |                                     |
| If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).                                                                                                                                                                                                                         |            |                                     |                                     |
| <b>16a</b> Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . .                                                                                                                                      | <b>16a</b> |                                     | <input checked="" type="checkbox"/> |
| <b>b</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? . . . | <b>16b</b> |                                     |                                     |

**Section C. Disclosure**

**17** List the states with which a copy of this Form 990 is required to be filed ► **NY**

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

☒ Own website ☒ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

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

**20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► **Bradley M. Kuhn, 137 MONTAGUE ST STE 380, BROOKLYN, NY 11201-3548, +1-212-461-3245, x. 10**

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

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.

- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."

- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.

- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.

- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

| (A)<br>Name and Title                                                         | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position<br>(do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|-------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                                               |                                                                                            | Individual trustee or director                                                                               | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| (1) <b>Jeremy Allison</b><br>Director                                         | 1.5                                                                                        | ✓                                                                                                            |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (2) <b>Peter T. Brown</b><br>Director, Treasurer                              | 2.0                                                                                        | ✓                                                                                                            |                       | ✓       |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (3) <b>Loïc Dachary</b><br>Director                                           | 2.0                                                                                        | ✓                                                                                                            |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (4) <b>Mark Galassi</b><br>Director, Chairman and Vice President              | 3.0                                                                                        | ✓                                                                                                            |                       | ✓       |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (5) <b>Bradley M. Kuhn</b><br>Director, President and Executive Director      | 44.12                                                                                      | ✓                                                                                                            |                       | ✓       |              |                              |        | 91,260                                                               |                                                                           | 28,001                                                                                        |
| (6) <b>Mike Linksvayer</b><br>Director                                        | 2.0                                                                                        | ✓                                                                                                            |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (7) <b>Stormy Peters</b><br>Director                                          | 1.0                                                                                        | ✓                                                                                                            |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (8) <b>Karen M. Sandler</b><br>Corporate Secretary and Pro-Bono Legal Counsel | 1.0                                                                                        |                                                                                                              |                       | ✓       |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (9)                                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (10)                                                                          |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (11)                                                                          |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (12)                                                                          |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (13)                                                                          |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (14)                                                                          |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |

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

| (A)<br>Name and title                                          | (B)<br>Average hours per week (list any hours for related organizations below dotted line) | (C)<br>Position<br>(do not check more than one box, unless person is both an officer and a director/trustee) |                       |         |              |                              |        | (D)<br>Reportable compensation from the organization (W-2/1099-MISC) | (E)<br>Reportable compensation from related organizations (W-2/1099-MISC) | (F)<br>Estimated amount of other compensation from the organization and related organizations |
|----------------------------------------------------------------|--------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-----------------------|---------|--------------|------------------------------|--------|----------------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|
|                                                                |                                                                                            | Individual trustee or director                                                                               | Institutional trustee | Officer | Key employee | Highest compensated employee | Former |                                                                      |                                                                           |                                                                                               |
| (15)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (16)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (17)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (18)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (19)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (20)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (21)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (22)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (23)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (24)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| (25)                                                           |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| <b>1b Sub-total</b>                                            |                                                                                            |                                                                                                              |                       |         |              |                              |        | <b>91,260</b>                                                        |                                                                           | <b>28,001</b>                                                                                 |
| <b>c Total from continuation sheets to Part VII, Section A</b> |                                                                                            |                                                                                                              |                       |         |              |                              |        |                                                                      |                                                                           |                                                                                               |
| <b>d Total (add lines 1b and 1c)</b>                           |                                                                                            |                                                                                                              |                       |         |              |                              |        | <b>91,260</b>                                                        |                                                                           | <b>28,001</b>                                                                                 |

**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 ►

**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*

|          | Yes | No |
|----------|-----|----|
| <b>3</b> |     | ✓  |
| <b>4</b> |     | ✓  |
| <b>5</b> |     | ✓  |

**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*

**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*

**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)<br>Name and business address | (B)<br>Description of services | (C)<br>Compensation |
|----------------------------------|--------------------------------|---------------------|
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |
|                                  |                                |                     |

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization ► **0**



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

|                                                                   |                                                    |                                                                                                                                       |                      | (A)<br>Total revenue | (B)<br>Related or<br>exempt<br>function<br>revenue | (C)<br>Unrelated<br>business<br>revenue | (D)<br>Revenue<br>excluded from tax<br>under sections<br>512-514 |
|-------------------------------------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------|----------------------|----------------------------------------------------|-----------------------------------------|------------------------------------------------------------------|
| <b>Contributions, Gifts, Grants<br/>and Other Similar Amounts</b> | <b>1a</b>                                          | Federated campaigns . . . . .                                                                                                         | <b>1a</b>            |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Membership dues . . . . .                                                                                                             | <b>1b</b>            |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Fundraising events . . . . .                                                                                                          | <b>1c</b>            |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>d</b>                                           | Related organizations . . . . .                                                                                                       | <b>1d</b>            |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>e</b>                                           | Government grants (contributions)                                                                                                     | <b>1e</b>            |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>f</b>                                           | All other contributions, gifts, grants,<br>and similar amounts not included above                                                     | <b>1f</b>            | 627,150              |                                                    |                                         |                                                                  |
|                                                                   | <b>g</b>                                           | Noncash contributions included in lines 1a-1f: \$                                                                                     |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>h</b>                                           | <b>Total.</b> Add lines 1a-1f . . . . . ▶                                                                                             |                      | 627,150              |                                                    |                                         |                                                                  |
| <b>Program Service Revenue</b>                                    |                                                    |                                                                                                                                       | <b>Business Code</b> |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>2a</b>                                          | Conference Registration Fees                                                                                                          | 561920               | 220,988              | 220,988                                            |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Sponsorship Benefit Income                                                                                                            | 561920               | 11,919               | 11,919                                             |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Honoraria                                                                                                                             | 813319               | 1,000                | 1,000                                              |                                         |                                                                  |
|                                                                   | <b>d</b>                                           | Promotional Items Sales                                                                                                               | 813319               | 671                  | 671                                                |                                         |                                                                  |
|                                                                   | <b>e</b>                                           |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>f</b>                                           | All other program service revenue .                                                                                                   |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>g</b>                                           | <b>Total.</b> Add lines 2a-2f . . . . . ▶                                                                                             |                      | 234,578              |                                                    |                                         |                                                                  |
| <b>Other Revenue</b>                                              | <b>3</b>                                           | Investment income (including dividends, interest,<br>and other similar amounts) . . . . . ▶                                           |                      | 331                  | 331                                                |                                         |                                                                  |
|                                                                   | <b>4</b>                                           | Income from investment of tax-exempt bond proceeds ▶                                                                                  |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>5</b>                                           | Royalties . . . . . ▶                                                                                                                 |                      | 5,645                | 5,645                                              |                                         |                                                                  |
|                                                                   |                                                    |                                                                                                                                       | (i) Real             | (ii) Personal        |                                                    |                                         |                                                                  |
|                                                                   | <b>6a</b>                                          | Gross rents . . . . .                                                                                                                 |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Less: rental expenses                                                                                                                 |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Rental income or (loss)                                                                                                               |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>d</b>                                           | Net rental income or (loss) . . . . . ▶                                                                                               |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>7a</b>                                          | Gross amount from sales of<br>assets other than inventory                                                                             | (i) Securities       | (ii) Other           |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Less: cost or other basis<br>and sales expenses . . . . .                                                                             |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Gain or (loss) . . . . .                                                                                                              |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>d</b>                                           | Net gain or (loss) . . . . . ▶                                                                                                        |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>8a</b>                                          | Gross income from fundraising<br>events (not including \$<br>of contributions reported on line 1c).<br>See Part IV, line 18 . . . . . | <b>a</b>             |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Less: direct expenses . . . . .                                                                                                       | <b>b</b>             |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Net income or (loss) from fundraising events . ▶                                                                                      |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>9a</b>                                          | Gross income from gaming activities.<br>See Part IV, line 19 . . . . .                                                                | <b>a</b>             |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Less: direct expenses . . . . .                                                                                                       | <b>b</b>             |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>c</b>                                           | Net income or (loss) from gaming activities . . ▶                                                                                     |                      |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>10a</b>                                         | Gross sales of inventory, less<br>returns and allowances . . . . .                                                                    | <b>a</b>             |                      |                                                    |                                         |                                                                  |
|                                                                   | <b>b</b>                                           | Less: cost of goods sold . . . . .                                                                                                    | <b>b</b>             |                      |                                                    |                                         |                                                                  |
| <b>c</b>                                                          | Net income or (loss) from sales of inventory . . ▶ |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>Miscellaneous Revenue</b>                                      |                                                    | <b>Business Code</b>                                                                                                                  |                      |                      |                                                    |                                         |                                                                  |
| <b>11a</b>                                                        |                                                    |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>b</b>                                                          |                                                    |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>c</b>                                                          |                                                    |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>d</b>                                                          | All other revenue . . . . .                        |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>e</b>                                                          | <b>Total.</b> Add lines 11a-11d . . . . . ▶        |                                                                                                                                       |                      |                      |                                                    |                                         |                                                                  |
| <b>12</b>                                                         | <b>Total revenue.</b> See instructions. . . . . ▶  |                                                                                                                                       | 867,704              | 240,554              |                                                    |                                         |                                                                  |

**Part IX Statement of Functional Expenses**

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

Check if Schedule O contains a response or note to any line in this Part IX ☐**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

|                                                                                                                                                                                                                                                         | (A)<br>Total expenses | (B)<br>Program service expenses | (C)<br>Management and general expenses | (D)<br>Fundraising expenses |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------|---------------------------------|----------------------------------------|-----------------------------|
| <b>1</b> Grants and other assistance to governments and organizations in the United States. See Part IV, line 21                                                                                                                                        | <b>4,670</b>          | <b>4,670</b>                    |                                        |                             |
| <b>2</b> Grants and other assistance to individuals in the United States. See Part IV, line 22                                                                                                                                                          |                       |                                 |                                        |                             |
| <b>3</b> Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16                                                                                                             | <b>6,155</b>          | <b>6,155</b>                    |                                        |                             |
| <b>4</b> Benefits paid to or for members                                                                                                                                                                                                                |                       |                                 |                                        |                             |
| <b>5</b> Compensation of current officers, directors, trustees, and key employees                                                                                                                                                                       | <b>91,544</b>         | <b>32,581</b>                   | <b>53,333</b>                          | <b>5,630</b>                |
| <b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)                                                                                                  |                       |                                 |                                        |                             |
| <b>7</b> Other salaries and wages                                                                                                                                                                                                                       | <b>105,375</b>        | <b>87,799</b>                   | <b>17,263</b>                          | <b>313</b>                  |
| <b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)                                                                                                                                             |                       |                                 |                                        |                             |
| <b>9</b> Other employee benefits                                                                                                                                                                                                                        | <b>38,202</b>         | <b>18,243</b>                   | <b>18,187</b>                          | <b>1,772</b>                |
| <b>10</b> Payroll taxes                                                                                                                                                                                                                                 | <b>15,066</b>         | <b>9,214</b>                    | <b>5,398</b>                           | <b>454</b>                  |
| <b>11</b> Fees for services (non-employees):                                                                                                                                                                                                            |                       |                                 |                                        |                             |
| <b>a</b> Management                                                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| <b>b</b> Legal                                                                                                                                                                                                                                          | <b>1,080</b>          | <b>664</b>                      | <b>384</b>                             | <b>32</b>                   |
| <b>c</b> Accounting                                                                                                                                                                                                                                     | <b>11,165</b>         | <b>10,909</b>                   | <b>236</b>                             | <b>20</b>                   |
| <b>d</b> Lobbying                                                                                                                                                                                                                                       |                       |                                 |                                        |                             |
| <b>e</b> Professional fundraising services. See Part IV, line 17                                                                                                                                                                                        |                       |                                 |                                        |                             |
| <b>f</b> Investment management fees                                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| <b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)                                                                                                                                   | <b>300</b>            | <b>300</b>                      |                                        |                             |
| <b>12</b> Advertising and promotion                                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| <b>13</b> Office expenses                                                                                                                                                                                                                               | <b>2,765</b>          | <b>1701</b>                     | <b>981</b>                             | <b>83</b>                   |
| <b>14</b> Information technology                                                                                                                                                                                                                        | <b>14,315</b>         | <b>4,762</b>                    | <b>9,553</b>                           |                             |
| <b>15</b> Royalties                                                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| <b>16</b> Occupancy                                                                                                                                                                                                                                     | <b>13,292</b>         | <b>8,174</b>                    | <b>4,721</b>                           | <b>397</b>                  |
| <b>17</b> Travel                                                                                                                                                                                                                                        | <b>53,845</b>         | <b>53,845</b>                   |                                        |                             |
| <b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials                                                                                                                                                |                       |                                 |                                        |                             |
| <b>19</b> Conferences, conventions, and meetings                                                                                                                                                                                                        | <b>283,571</b>        | <b>283,571</b>                  |                                        |                             |
| <b>20</b> Interest                                                                                                                                                                                                                                      |                       |                                 |                                        |                             |
| <b>21</b> Payments to affiliates                                                                                                                                                                                                                        |                       |                                 |                                        |                             |
| <b>22</b> Depreciation, depletion, and amortization                                                                                                                                                                                                     |                       |                                 |                                        |                             |
| <b>23</b> Insurance                                                                                                                                                                                                                                     | <b>1,652</b>          | <b>1,652</b>                    |                                        |                             |
| <b>24</b> 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.)                                             |                       |                                 |                                        |                             |
| <b>a</b> <u>Software development and design</u>                                                                                                                                                                                                         | <b>81,497</b>         | <b>81,497</b>                   |                                        |                             |
| <b>b</b> <u>Trademark registration &amp; enforcement</u>                                                                                                                                                                                                | <b>2,289</b>          | <b>2,014</b>                    | <b>275</b>                             |                             |
| <b>c</b> <u>Taxes &amp; government assessments</u>                                                                                                                                                                                                      | <b>1,185</b>          | <b>467</b>                      | <b>718</b>                             |                             |
| <b>d</b> <u>Bank charges and other fees</u>                                                                                                                                                                                                             | <b>2,908</b>          |                                 | <b>2,908</b>                           |                             |
| <b>e</b> All other expenses <b>481(a), mentoring, et al</b>                                                                                                                                                                                             | <b>3,753</b>          | <b>1,553</b>                    | <b>2,200</b>                           |                             |
| <b>25</b> <b>Total functional expenses.</b> Add lines 1 through 24e                                                                                                                                                                                     | <b>734,629</b>        | <b>609,771</b>                  | <b>116,157</b>                         | <b>8,701</b>                |
| <b>26</b> <b>Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) |                       |                                 |                                        |                             |

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

|                                                                               |                                                                                                                                                                                                                                                                                                                                                  | (A)<br>Beginning of year |                  | (B)<br>End of year |
|-------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------------|--------------------|
| <b>Assets</b>                                                                 | <b>1</b> Cash—non-interest-bearing . . . . .                                                                                                                                                                                                                                                                                                     | <b>84,666</b>            | <b>1</b>         | <b>316,440</b>     |
|                                                                               | <b>2</b> Savings and temporary cash investments . . . . .                                                                                                                                                                                                                                                                                        | <b>696,072</b>           | <b>2</b>         | <b>638,359</b>     |
|                                                                               | <b>3</b> Pledges and grants receivable, net . . . . .                                                                                                                                                                                                                                                                                            | <b>116,083</b>           | <b>3</b>         | <b>71,160</b>      |
|                                                                               | <b>4</b> Accounts receivable, net . . . . .                                                                                                                                                                                                                                                                                                      |                          | <b>4</b>         |                    |
|                                                                               | <b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .                                                                                                                                                           |                          | <b>5</b>         |                    |
|                                                                               | <b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L . . . . . |                          | <b>6</b>         |                    |
|                                                                               | <b>7</b> Notes and loans receivable, net . . . . .                                                                                                                                                                                                                                                                                               |                          | <b>7</b>         |                    |
|                                                                               | <b>8</b> Inventories for sale or use . . . . .                                                                                                                                                                                                                                                                                                   |                          | <b>8</b>         |                    |
|                                                                               | <b>9</b> Prepaid expenses and deferred charges . . . . .                                                                                                                                                                                                                                                                                         | <b>6,215</b>             | <b>9</b>         | <b>2,377</b>       |
|                                                                               | <b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D                                                                                                                                                                                                                                                   | <b>10a</b>               |                  |                    |
|                                                                               | <b>b</b> Less: accumulated depreciation . . . . .                                                                                                                                                                                                                                                                                                | <b>10b</b>               | <b>10c</b>       |                    |
|                                                                               | <b>11</b> Investments—publicly traded securities . . . . .                                                                                                                                                                                                                                                                                       |                          | <b>11</b>        |                    |
|                                                                               | <b>12</b> Investments—other securities. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                           |                          | <b>12</b>        |                    |
|                                                                               | <b>13</b> Investments—program-related. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                            |                          | <b>13</b>        |                    |
|                                                                               | <b>14</b> Intangible assets . . . . .                                                                                                                                                                                                                                                                                                            |                          | <b>14</b>        |                    |
|                                                                               | <b>15</b> Other assets. See Part IV, line 11 . . . . .                                                                                                                                                                                                                                                                                           | <b>2,125</b>             | <b>15</b>        | <b>0</b>           |
| <b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . . | <b>905,161</b>                                                                                                                                                                                                                                                                                                                                   | <b>16</b>                | <b>1,028,336</b> |                    |
| <b>Liabilities</b>                                                            | <b>17</b> Accounts payable and accrued expenses . . . . .                                                                                                                                                                                                                                                                                        | <b>42,684</b>            | <b>17</b>        | <b>63,786</b>      |
|                                                                               | <b>18</b> Grants payable . . . . .                                                                                                                                                                                                                                                                                                               |                          | <b>18</b>        |                    |
|                                                                               | <b>19</b> Deferred revenue . . . . .                                                                                                                                                                                                                                                                                                             |                          | <b>19</b>        |                    |
|                                                                               | <b>20</b> Tax-exempt bond liabilities . . . . .                                                                                                                                                                                                                                                                                                  |                          | <b>20</b>        |                    |
|                                                                               | <b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .                                                                                                                                                                                                                                                        |                          | <b>21</b>        |                    |
|                                                                               | <b>22</b> 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 . . . . .                                                                                                                                         |                          | <b>22</b>        |                    |
|                                                                               | <b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .                                                                                                                                                                                                                                                               |                          | <b>23</b>        |                    |
|                                                                               | <b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .                                                                                                                                                                                                                                                                 |                          | <b>24</b>        |                    |
|                                                                               | <b>25</b> 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 . . . . .                                                                                                                                                        | <b>112,351</b>           | <b>25</b>        | <b>81,349</b>      |
|                                                                               | <b>26 Total liabilities.</b> Add lines 17 through 25 . . . . .                                                                                                                                                                                                                                                                                   | <b>155,035</b>           | <b>26</b>        | <b>145,135</b>     |
| <b>Net Assets or Fund Balances</b>                                            | <b>Organizations that follow SFAS 117 (ASC 958), check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>                                                                                                                                                                                |                          |                  |                    |
|                                                                               | <b>27</b> Unrestricted net assets . . . . .                                                                                                                                                                                                                                                                                                      | <b>-1,026</b>            | <b>27</b>        | <b>118,618</b>     |
|                                                                               | <b>28</b> Temporarily restricted net assets . . . . .                                                                                                                                                                                                                                                                                            | <b>751,152</b>           | <b>28</b>        | <b>764,583</b>     |
|                                                                               | <b>29</b> Permanently restricted net assets . . . . .                                                                                                                                                                                                                                                                                            |                          | <b>29</b>        |                    |
|                                                                               | <b>Organizations that do not follow SFAS 117 (ASC 958), check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>                                                                                                                                                                                                         |                          |                  |                    |
|                                                                               | <b>30</b> Capital stock or trust principal, or current funds . . . . .                                                                                                                                                                                                                                                                           |                          | <b>30</b>        |                    |
|                                                                               | <b>31</b> Paid-in or capital surplus, or land, building, or equipment fund . . . . .                                                                                                                                                                                                                                                             |                          | <b>31</b>        |                    |
|                                                                               | <b>32</b> Retained earnings, endowment, accumulated income, or other funds . . . . .                                                                                                                                                                                                                                                             |                          | <b>32</b>        |                    |
|                                                                               | <b>33</b> Total net assets or fund balances . . . . .                                                                                                                                                                                                                                                                                            | <b>750,126</b>           | <b>33</b>        | <b>883,201</b>     |
| <b>34</b> Total liabilities and net assets/fund balances . . . . .            | <b>905,161</b>                                                                                                                                                                                                                                                                                                                                   | <b>34</b>                | <b>1,028,336</b> |                    |

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

|           |                                                                                                                |           |                |
|-----------|----------------------------------------------------------------------------------------------------------------|-----------|----------------|
| <b>1</b>  | Total revenue (must equal Part VIII, column (A), line 12)                                                      | <b>1</b>  | <b>867,704</b> |
| <b>2</b>  | Total expenses (must equal Part IX, column (A), line 25)                                                       | <b>2</b>  | <b>734,629</b> |
| <b>3</b>  | Revenue less expenses. Subtract line 2 from line 1                                                             | <b>3</b>  | <b>133,075</b> |
| <b>4</b>  | Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))                      | <b>4</b>  | <b>750,126</b> |
| <b>5</b>  | Net unrealized gains (losses) on investments                                                                   | <b>5</b>  |                |
| <b>6</b>  | Donated services and use of facilities                                                                         | <b>6</b>  |                |
| <b>7</b>  | Investment expenses                                                                                            | <b>7</b>  |                |
| <b>8</b>  | Prior period adjustments                                                                                       | <b>8</b>  |                |
| <b>9</b>  | Other changes in net assets or fund balances (explain in Schedule O)                                           | <b>9</b>  |                |
| <b>10</b> | Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) | <b>10</b> | <b>833,201</b> |

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII ☐

|                                                                                                                                                                                                                                                                                                                                                                                                                                           | Yes | No |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|
| <b>1</b> Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____<br>If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.                                                                                                                                              |     |    |
| <b>2a</b> Were the organization's financial statements compiled or reviewed by an independent accountant? . . .<br>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:<br><input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis |     | ✓  |
| <b>b</b> Were the organization's financial statements audited by an independent accountant? . . .<br>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:<br><input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input checked="" type="checkbox"/> Both consolidated and separate basis                 | ✓   |    |
| <b>c</b> 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?<br>If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.                                                                            | ✓   |    |
| <b>3a</b> As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? . . .                                                                                                                                                                                                                                                                  |     | ✓  |
| <b>b</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.                                                                                                                                                                                                            |     |    |

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

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.  
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

**Open to Public Inspection**

Name of the organization

**Software Freedom Conservancy, Inc.**

Employer identification number

**41-2203632**

**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?

- (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? . . . . .
- (ii) A family member of a person described in (i) above? . . . . .
- (iii) A 35% controlled entity of a person described in (i) or (ii) above? . . . . .

|          | Yes | No |
|----------|-----|----|
| 11g(i)   |     |    |
| 11g(ii)  |     |    |
| 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? |    | (v) Did you notify the organization in col. (i) of your support? |    | (vi) Is the organization in col. (i) organized in the U.S.? |    | (vii) Amount of monetary support |
|------------------------------------|----------|---------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|----|------------------------------------------------------------------|----|-------------------------------------------------------------|----|----------------------------------|
|                                    |          |                                                                                             | Yes                                                                     | No | Yes                                                              | No | Yes                                                         | No |                                  |
| (A)                                |          |                                                                                             |                                                                         |    |                                                                  |    |                                                             |    |                                  |
| (B)                                |          |                                                                                             |                                                                         |    |                                                                  |    |                                                             |    |                                  |
| (C)                                |          |                                                                                             |                                                                         |    |                                                                  |    |                                                             |    |                                  |
| (D)                                |          |                                                                                             |                                                                         |    |                                                                  |    |                                                             |    |                                  |
| (E)                                |          |                                                                                             |                                                                         |    |                                                                  |    |                                                             |    |                                  |
| 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) 2009 | (b) 2010 | (c) 2011  | (d) 2012 | (e) 2013 | (f) Total |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|-----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .                                                                                                  | 116,178  | 427,645  | 1,080,513 | 398,058  | 627,150  | 2,649,544 |
| <b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .                                                                                                     |          |          |           |          |          |           |
| <b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .                                                                                             |          |          |           |          |          |           |
| <b>4 Total.</b> Add lines 1 through 3 . . . . .                                                                                                                                                                        | 116,178  | 427,645  | 1,080,513 | 398,058  | 627,150  | 2,649,542 |
| <b>5</b> The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . . |          |          |           |          |          | 904,460   |
| <b>6 Public support.</b> Subtract line 5 from line 4.                                                                                                                                                                  |          |          |           |          |          | 1,745,082 |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ►                                                                                                                                                            | (a) 2009 | (b) 2010 | (c) 2011  | (d) 2012 | (e) 2013 | (f) Total                |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|-----------|----------|----------|--------------------------|
| <b>7</b> Amounts from line 4 . . . . .                                                                                                                                                                   | 116,178  | 427,645  | 1,080,513 | 398,058  | 627,150  | 2,649,544                |
| <b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .                                                        | 697      | 482      | 1,483     | 5,746    | 331      | 8,739                    |
| <b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .                                                                                    |          |          |           |          |          |                          |
| <b>10</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .                                                                                      |          | 145      | 10,486    | 3,357    | 0        | 13,988                   |
| <b>11 Total support.</b> Add lines 7 through 10                                                                                                                                                          |          |          |           |          |          | 2,672,271                |
| <b>12</b> Gross receipts from related activities, etc. (see instructions) . . . . .                                                                                                                      |          |          |           |          | 12       | 1,821,743                |
| <b>13 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> . . . . . |          |          |           |          |          | <input type="checkbox"/> |

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

|                                                                                                                                                                                                                                                                                                                                                                                                                      |                                     |        |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------|--------|
| <b>14</b> Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f)) . . . . .                                                                                                                                                                                                                                                                                                           | 14                                  | 65.3 % |
| <b>15</b> Public support percentage from 2012 Schedule A, Part II, line 14 . . . . .                                                                                                                                                                                                                                                                                                                                 | 15                                  | 61.3 % |
| <b>16a 33<sup>1</sup>/<sub>3</sub>% support test—2013.</b> If the organization did not check the box on line 13, and line 14 is 33 <sup>1</sup> / <sub>3</sub> % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . .                                                                                                                             | <input checked="" type="checkbox"/> |        |
| <b>b 33<sup>1</sup>/<sub>3</sub>% support test—2012.</b> If the organization did not check a box on line 13 or 16a, and line 15 is 33 <sup>1</sup> / <sub>3</sub> % or more, check this box and <b>stop here.</b> The organization qualifies as a publicly supported organization . . . . .                                                                                                                          | <input type="checkbox"/>            |        |
| <b>17a 10%-facts-and-circumstances test—2013.</b> If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .    | <input type="checkbox"/>            |        |
| <b>b 10%-facts-and-circumstances test—2012.</b> If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and <b>stop here.</b> Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . | <input type="checkbox"/>            |        |
| <b>18 Private foundation.</b> If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .                                                                                                                                                                                                                                                               | <input type="checkbox"/>            |        |

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

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

**Section A. Public Support**

| Calendar year (or fiscal year beginning in) ►                                                                                                                                             | (a) 2009 | (b) 2010 | (c) 2011 | (d) 2012 | (e) 2013 | (f) Total |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")                                                                               |          |          |          |          |          |           |
| <b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . |          |          |          |          |          |           |
| <b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513                                                                                     |          |          |          |          |          |           |
| <b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . .                                                                          |          |          |          |          |          |           |
| <b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . .                                                                  |          |          |          |          |          |           |
| <b>6 Total.</b> Add lines 1 through 5 . . . .                                                                                                                                             |          |          |          |          |          |           |
| <b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons . . . .                                                                                                |          |          |          |          |          |           |
| <b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . .           |          |          |          |          |          |           |
| <b>c</b> Add lines 7a and 7b . . . .                                                                                                                                                      |          |          |          |          |          |           |
| <b>8 Public support.</b> (Subtract line 7c from line 6.) . . . .                                                                                                                          |          |          |          |          |          |           |

**Section B. Total Support**

| Calendar year (or fiscal year beginning in) ►                                                                                                                                                                                   | (a) 2009 | (b) 2010 | (c) 2011 | (d) 2012 | (e) 2013 | (f) Total |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|----------|----------|----------|----------|-----------|
| <b>9</b> Amounts from line 6 . . . .                                                                                                                                                                                            |          |          |          |          |          |           |
| <b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . .                                                                               |          |          |          |          |          |           |
| <b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . .                                                                                                        |          |          |          |          |          |           |
| <b>c</b> Add lines 10a and 10b . . . .                                                                                                                                                                                          |          |          |          |          |          |           |
| <b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . .                                                                                   |          |          |          |          |          |           |
| <b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . .                                                                                                               |          |          |          |          |          |           |
| <b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.) . . . .                                                                                                                                                                |          |          |          |          |          |           |
| <b>14 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and <b>stop here</b> . . . . <input type="checkbox"/> |          |          |          |          |          |           |

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

|                                                                                                          |           |   |
|----------------------------------------------------------------------------------------------------------|-----------|---|
| <b>15</b> Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f)) . . . . | <b>15</b> | % |
| <b>16</b> Public support percentage from 2012 Schedule A, Part III, line 15 . . . .                      | <b>16</b> | % |

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

|                                                                                                                                                                                                                                                                                                                     |           |   |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|---|
| <b>17</b> Investment income percentage for <b>2013</b> (line 10c, column (f) divided by line 13, column (f)) . . . .                                                                                                                                                                                                | <b>17</b> | % |
| <b>18</b> Investment income percentage from <b>2012</b> Schedule A, Part III, line 17 . . . .                                                                                                                                                                                                                       | <b>18</b> | % |
| <b>19a 33 1/3% support tests—2013.</b> 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 <b>stop here</b> . The organization qualifies as a publicly supported organization . . . . <input type="checkbox"/>         |           |   |
| <b>b 33 1/3% support tests—2012.</b> 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 <b>stop here</b> . The organization qualifies as a publicly supported organization . . . . <input type="checkbox"/> |           |   |
| <b>20 Private foundation.</b> If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions . . . . <input type="checkbox"/>                                                                                                                                                 |           |   |

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

This image shows a full page of white paper with horizontal dashed lines. The lines are evenly spaced and run across the width of the page, providing a guide for handwriting practice. There are no margins, text, or other markings on the page.

**SCHEDULE D  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Supplemental Financial Statements**

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

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

OMB No. 1545-0047

**2013**

**Open to Public  
Inspection**

Employer identification number

**Software Freedom Conservancy, Inc.**

**41-2203632**

**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? . . . . .                                                            |                         | <input type="checkbox"/> Yes <input type="checkbox"/> 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? . . . . . |                         | <input type="checkbox"/> Yes <input type="checkbox"/> 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).<br><input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) <input type="checkbox"/> Preservation of an historically important land area<br><input type="checkbox"/> Protection of natural habitat <input type="checkbox"/> Preservation of a certified historic structure<br><input type="checkbox"/> Preservation of open space |                                                          |
| 2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.                                                                                                                                                                                                                                                                                         | <b>Held at the End of the Tax Year</b>                   |
| 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? . . . . .                                                                                                                                                                                                                                                                        | <input type="checkbox"/> Yes <input type="checkbox"/> 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)? . . . . .                                                                                                                                                                                                                                                                                                     | <input type="checkbox"/> Yes <input type="checkbox"/> 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:<br>(i) Revenues included in Form 990, Part VIII, line 1 . . . . . ▶ \$<br>(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:<br>a Revenues included in Form 990, Part VIII, line 1 . . . . . ▶ \$<br>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    |
|----------------------------------------|-----------|
| <b>c</b> Beginning balance             | <b>1c</b> |
| <b>d</b> Additions during the year     | <b>1d</b> |
| <b>e</b> Distributions during the year | <b>1e</b> |
| <b>f</b> Ending balance                | <b>1f</b> |

**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 |
|---------------------------------------------------------|------------------|----------------|--------------------|----------------------|---------------------|
| <b>1a</b> Beginning of year balance                     |                  |                |                    |                      |                     |
| <b>b</b> Contributions                                  |                  |                |                    |                      |                     |
| <b>c</b> Net investment earnings, gains, and losses     |                  |                |                    |                      |                     |
| <b>d</b> Grants or scholarships                         |                  |                |                    |                      |                     |
| <b>e</b> Other expenditures for facilities and programs |                  |                |                    |                      |                     |
| <b>f</b> Administrative expenses                        |                  |                |                    |                      |                     |
| <b>g</b> End of year balance                            |                  |                |                    |                      |                     |

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

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

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

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

- (i)** unrelated organizations ☐ Yes ☐ No  
**(ii)** related organizations ☐ Yes ☐ No

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

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

**Part VI Land, Buildings, and Equipment.**

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

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

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

**Part VII Investments—Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

| (a) Description of security or category<br>(including name of security)     | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|-----------------------------------------------------------------------------|----------------|--------------------------------------------------------------|
| (1) Financial derivatives . . . . .                                         |                |                                                              |
| (2) Closely-held equity interests . . . . .                                 |                |                                                              |
| (3) Other _____                                                             |                |                                                              |
| (A) _____                                                                   |                |                                                              |
| (B) _____                                                                   |                |                                                              |
| (C) _____                                                                   |                |                                                              |
| (D) _____                                                                   |                |                                                              |
| (E) _____                                                                   |                |                                                              |
| (F) _____                                                                   |                |                                                              |
| (G) _____                                                                   |                |                                                              |
| (H) _____                                                                   |                |                                                              |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 12.) ► |                |                                                              |

**Part VIII Investments—Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

| (a) Description of investment                                               | (b) Book value | (c) Method of valuation:<br>Cost or end-of-year market value |
|-----------------------------------------------------------------------------|----------------|--------------------------------------------------------------|
| (1)                                                                         |                |                                                              |
| (2)                                                                         |                |                                                              |
| (3)                                                                         |                |                                                              |
| (4)                                                                         |                |                                                              |
| (5)                                                                         |                |                                                              |
| (6)                                                                         |                |                                                              |
| (7)                                                                         |                |                                                              |
| (8)                                                                         |                |                                                              |
| (9)                                                                         |                |                                                              |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 13.) ► |                |                                                              |

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

| (a) Description                                                                       | (b) Book value |
|---------------------------------------------------------------------------------------|----------------|
| (1)                                                                                   |                |
| (2)                                                                                   |                |
| (3)                                                                                   |                |
| (4)                                                                                   |                |
| (5)                                                                                   |                |
| (6)                                                                                   |                |
| (7)                                                                                   |                |
| (8)                                                                                   |                |
| (9)                                                                                   |                |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) . . . . . ► |                |

**Part X Other Liabilities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

| 1. (a) Description of liability                                             | (b) Book value |               |
|-----------------------------------------------------------------------------|----------------|---------------|
| (1) Federal income taxes                                                    |                |               |
| (2) <b>Unearned Income - Advance Program Revenue</b>                        | <b>81,349</b>  |               |
| (3)                                                                         |                |               |
| (4)                                                                         |                |               |
| (5)                                                                         |                |               |
| (6)                                                                         |                |               |
| (7)                                                                         |                |               |
| (8)                                                                         |                |               |
| (9)                                                                         |                |               |
| <b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ► |                | <b>81,349</b> |

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



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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |                                                                                                          |           |                |
|----------|----------------------------------------------------------------------------------------------------------|-----------|----------------|
| <b>1</b> | Total revenue, gains, and other support per audited financial statements . . . . .                       | <b>1</b>  | <b>838,073</b> |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part VIII, line 12:                                      |           |                |
| <b>a</b> | Net unrealized gains on investments . . . . .                                                            | <b>2a</b> |                |
| <b>b</b> | Donated services and use of facilities . . . . .                                                         | <b>2b</b> |                |
| <b>c</b> | Recoveries of prior year grants . . . . .                                                                | <b>2c</b> |                |
| <b>d</b> | Other (Describe in Part XIII.) . . . . .                                                                 | <b>2d</b> |                |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b> . . . . .                                                          | <b>2e</b> |                |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b> . . . . .                                                     | <b>3</b>  | <b>838,073</b> |
| <b>4</b> | Amounts included on Form 990, Part VIII, line 12, but not on line 1:                                     |           |                |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b . . . . .                               | <b>4a</b> |                |
| <b>b</b> | Other (Describe in Part XIII.) . . . . .                                                                 | <b>4b</b> | <b>29,631</b>  |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b> . . . . .                                                              | <b>4c</b> | <b>29,631</b>  |
| <b>5</b> | Total revenue. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 12.) . . . . . | <b>5</b>  | <b>867,704</b> |

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

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

|          |                                                                                                           |           |                |
|----------|-----------------------------------------------------------------------------------------------------------|-----------|----------------|
| <b>1</b> | Total expenses and losses per audited financial statements . . . . .                                      | <b>1</b>  | <b>732,840</b> |
| <b>2</b> | Amounts included on line 1 but not on Form 990, Part IX, line 25:                                         |           |                |
| <b>a</b> | Donated services and use of facilities . . . . .                                                          | <b>2a</b> |                |
| <b>b</b> | Prior year adjustments . . . . .                                                                          | <b>2b</b> |                |
| <b>c</b> | Other losses . . . . .                                                                                    | <b>2c</b> |                |
| <b>d</b> | Other (Describe in Part XIII.) . . . . .                                                                  | <b>2d</b> |                |
| <b>e</b> | Add lines <b>2a</b> through <b>2d</b> . . . . .                                                           | <b>2e</b> |                |
| <b>3</b> | Subtract line <b>2e</b> from line <b>1</b> . . . . .                                                      | <b>3</b>  |                |
| <b>4</b> | Amounts included on Form 990, Part IX, line 25, but not on line 1:                                        |           |                |
| <b>a</b> | Investment expenses not included on Form 990, Part VIII, line 7b . . . . .                                | <b>4a</b> |                |
| <b>b</b> | Other (Describe in Part XIII.) . . . . .                                                                  | <b>4b</b> | <b>1,789</b>   |
| <b>c</b> | Add lines <b>4a</b> and <b>4b</b> . . . . .                                                               | <b>4c</b> | <b>1,789</b>   |
| <b>5</b> | Total expenses. Add lines <b>3</b> and <b>4c</b> . (This must equal Form 990, Part I, line 18.) . . . . . | <b>5</b>  | <b>734,629</b> |

**Part XIII Supplemental Information.**

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

**Schedule D, Part XI, Line 4b: Other Revenue Include on Form 990 but NOT included on Audited Financial Statements**

481(a) ADJ USTMENT:

\$29,631

**Schedule D, Part XII, Line 4b: Other Expenses Included on Form 990 but NOT included on Audited Financial Statements**

481(a) ADJ USTMENT:

\$ 1,789

Conservancy changed from the cash to accrual basis in FY 2010. A Form 3115 was filed on 2012-01-14 showing a net 481(a) adjustment of

\$111,363, which was accounted for evenly across FY 2010, 2011, 2012, and 2013. Adjustments herein are those specific to FY 2013.

|                  |                                                    |
|------------------|----------------------------------------------------|
| <b>Part XIII</b> | <b>Supplemental Information</b> <i>(continued)</i> |
|------------------|----------------------------------------------------|

[illegible]

**SCHEDULE F  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Statement of Activities Outside the United States**

► Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

► Attach to Form 990. ► See separate instructions.

► Information about Schedule F (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

**Open to Public  
Inspection**

Name of the organization

**Software Freedom Conservancy, Inc.**

Employer identification number

**41-2203632**

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

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

**2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

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

| (a) Region                                                  | (b) Number of offices in the region | (c) Number of employees, agents, and independent contractors in region | (d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region) | (e) If activity listed in (d) is a program service, describe specific type of service(s) in region | (f) Total expenditures for and investments in region |
|-------------------------------------------------------------|-------------------------------------|------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|------------------------------------------------------|
| (1) <b>Europe</b>                                           | <b>0</b>                            | <b>0</b>                                                               | <b>grantmaking</b>                                                                                                                          | <b>N/A</b>                                                                                         | <b>6,155</b>                                         |
| (2) <b>North America</b>                                    | <b>0</b>                            | <b>0</b>                                                               | <b>program services</b>                                                                                                                     | <b>hosted FLOSS conference</b>                                                                     | <b>46,286</b>                                        |
| (3) <b>Europe</b>                                           | <b>0</b>                            | <b>0</b>                                                               | <b>program services</b>                                                                                                                     | <b>conference attendance</b>                                                                       | <b>11,419</b>                                        |
| (4) <b>South America</b>                                    | <b>0</b>                            | <b>0</b>                                                               | <b>program services</b>                                                                                                                     | <b>student FLOSS training</b>                                                                      | <b>9,535</b>                                         |
| (5) <b>East Asia and Pacific</b>                            | <b>0</b>                            | <b>0</b>                                                               | <b>program services</b>                                                                                                                     | <b>conference attendance</b>                                                                       | <b>1,480</b>                                         |
| (6)                                                         |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (7)                                                         |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (8)                                                         |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (9)                                                         |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (10)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (11)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (12)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (13)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (14)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (15)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (16)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| (17)                                                        |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| <b>3a</b> Sub-total . . . . .                               |                                     |                                                                        |                                                                                                                                             |                                                                                                    | <b>74,875</b>                                        |
| <b>b</b> Total from continuation sheets to Part I . . . . . |                                     |                                                                        |                                                                                                                                             |                                                                                                    |                                                      |
| <b>c Totals</b> (add lines 3a and 3b)                       |                                     |                                                                        |                                                                                                                                             |                                                                                                    | <b>74,875</b>                                        |

Part II

Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

| 1    | (a) Name of organization | (b) IRS code section and EIN (if applicable) | (c) Region | (d) Purpose of grant | (e) Amount of cash grant | (f) Manner of cash disbursement | (g) Amount of non-cash assistance | (h) Description of non-cash assistance | (i) Method of valuation (book, FMV, appraisal, other) |
|------|--------------------------|----------------------------------------------|------------|----------------------|--------------------------|---------------------------------|-----------------------------------|----------------------------------------|-------------------------------------------------------|
| (1)  |                          |                                              | Europe     | supporting FLOSS     | 6,154                    | wire transfer                   | 250                               | trademark                              | estimate                                              |
| (2)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (3)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (4)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (5)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (6)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (7)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (8)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (9)  |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (10) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (11) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (12) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (13) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (14) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (15) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |
| (16) |                          |                                              |            |                      |                          |                                 |                                   |                                        |                                                       |

2

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

1

3

Enter total number of other organizations or entities

1

Part III

Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

| (a) Type of grant or assistance | (b) Region | (c) Number of recipients | (d) Amount of cash grant | (e) Manner of cash disbursement | (f) Amount of non-cash assistance | (g) Description of non-cash assistance | (h) Method of valuation (book, FMV, appraisal, other) |
|---------------------------------|------------|--------------------------|--------------------------|---------------------------------|-----------------------------------|----------------------------------------|-------------------------------------------------------|
| (1)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (2)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (3)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (4)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (5)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (6)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (7)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (8)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (9)                             |            |                          |                          |                                 |                                   |                                        |                                                       |
| (10)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (11)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (12)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (13)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (14)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (15)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (16)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (17)                            |            |                          |                          |                                 |                                   |                                        |                                                       |
| (18)                            |            |                          |                          |                                 |                                   |                                        |                                                       |

**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* . . . . . ☒ Yes ☐ No
  
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A)* . . . . . ☐ Yes ☒ No
  
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471)* . . . . . ☐ Yes ☒ No
  
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? *If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621)* . . . . . ☐ Yes ☒ No
  
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? *If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865)* . . . . . ☐ Yes ☒ No
  
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? *If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713)* . . . . . ☐ Yes ☒ No



**Part V** **Supplemental Information**

Provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**Re: Part I, line 2 (monitoring of funds): Conservancy requires the grantee to provide Conservancy with a full and complete report at the end of the grantee's fiscal year for three full fiscal years, or until the grant funds have been spent. Each report shall describe the proress made towards the purpose of supporting the use, development, and improvement of FLOSS, and shall detail all expenditures made from the grant funds during the fiscal year. The report is to be signed by an authorized officer, director, or trustee of the grantee.**

**Conservancy also requires the grantee to keep records and receipts to substantiate all expenditures made under the grant, and to make those records available to Conservancy upon Conservancy's reasonable request.**

**Re: Part II, line 1(h): Conservancy valued the donated trademark by calculating the present value of a projected royalty stream we could reasonably collect from licensing the mark, based on our experience licensing other trademarks. This method is known as the "income approach", and is a generally accepted method for valuing trademarks.**

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

Department of the Treasury  
Internal Revenue Service

Name of the organization

**Software Freedom Conservancy, Inc.**

**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.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

**Open to Public  
Inspection**

Employer identification number

**41-2203632**

**FORM 990, Part III, Line 4d - Other Program Services Description:**

**Other Miscellaneous Program Services:** Expenses: \$30,458 Revenue: \$1,002

Additionally, Conservancy performed other essential non-profit services for FLOSS projects. These include, but are not necessarily limited to: Internet hosting & bandwidth costs, computer equipment and hardware to facilitate software development, advising FLOSS projects on how to make use of non-profit resources and other incidental expenses incurred by FLOSS projects.

**FORM 990, PART VI, SECTION A, LINE 1(a):**

Conservancy's Board of Directors chartered an Evaluation Committee (see <https://sfconservancy.org/about/eval-committee/>). The Board delegates to that Committee the authority to evaluate FLOSS projects that have applied to join Conservancy. The Evaluation Committee is authorized to engage with prospective member projects and make recommendations to the Board as to which projects Conservancy should accept. Conservancy's Board of Directors delegates to the Committee full authority to evaluate and add new FLOSS projects without direct Board approval. During the tax year, the following people served on Conservancy's Evaluation Committee:

Jeremy Allison, Tom Callaway, Loïc Dachary, Mark Galassi, Mike Hostetler, Bradley M. Kuhn, Mike Linksvayer, Martin Michlmayr, Evan Prodromou, Karen Sandler, Tony Sebro

Sebro is on staff, but is not a Director. Sandler is an Officer, but is not a Director. Hostetler, Prodromou, & Michlmayr are not Directors.

**FORM 990, PART VI, SECTION B, LINE 11(B) - Form 990 Review Process:**

Before Conservancy files a 990, a final draft is submitted to the Board of Directors for review. The Directors then review discuss and it at their next meeting. Conservancy requires its Directors to vote to approve the 990 before it is filed. The vote is conducted under the usual rules in the organization's by-laws regarding Board actions.

**FORM 990, PART VI, SECTION B, LINES 12, 13, 14:**

The Board of Directors formally adopted and consented to Conservancy's Conflict of Interest, Whistleblower, and Document Retention policy on 16 March 2012. Conservancy's policy is to remind the Board annually that the Conflict of Interest policy is in effect and any conflicts must be disclosed at each Directors' meeting. Volunteers who help Conservancy select contractors for Conservancy are required to adhere to the Conflict of Interest policy, and those with potential conflicts are recused from the process.

**FORM 990, PART VI, SECTION B, LINE 15:**

All full-time employees (including any key employees or full-time compensated officers) receive the same paid-time-off, medical, vision and dental benefits package (which includes employee-selectable options). That benefits package, and changes thereto, are

Name of the organization

**Software Freedom Conservancy, Inc.**

Employer identification number

**41-2203632****FORM 990, PART VI, SECTION B, LINE 15 (continued):**

discussed and approved by the Board of Directors. Cost of living adjustments (COLAs) are generally given annually to all employees.

These are determined using the Bureau of Labor Statistics' Consumer Price Index (CPI). These COLAs are approved by the Board of

Directors as a part of annual budget approval. Any employee serving on the Board of Directors recuse themselves from that vote.

During the tax year, employees received a COLA.

**FORM 990, PART VI, SECTION B, LINE 15a - Compensation Review & Approval Process for CEO, Executive Director or Top Management:**

In September 2010, prior to Kuhn's hire in January 2011 as Executive Director, Kuhn presented to Conservancy's Board a compensation

package proposal. Kuhn left the meeting while the Board reviewed, discussed, considered, and voted to approve Kuhn's compensation

package. Part of Kuhn's presentation included a spreadsheet which calculates the average CEO/Executive Director salaries at 35

different non-profit organizations in related fields. The Board set Kuhn's salary at well below that average. The spreadsheet is

publicly available at: <https://gitorious.org/floss-foundations/npo-public-filings/source/master:org-salaries.ods>

That spreadsheet has been regularly updated with newer information from those 35 organizations, including Conservancy itself.

All changes in Kuhn's compensation or benefits since January 2011 have been presented to and approved by Conservancy's Board. Kuhn

leaves the meeting while any proposed change in his compensation package is discussed and voted on.

**FORM 990, PART VI, SECTION B, LINE 15b - Compensation Review & Approval Process for Other Officers and Key Employees:**

No other officers were compensated during the tax year, and no one is marked as a key employee in Part VIII A, Column C.

**FORM 990, PART VI, LINE 19 - Other Organization Documents Publicly Available:**

Conservancy's Form 990s, auditor reports, articles of incorporation & by-laws are always available on Conservancy's website at

<https://sfconservancy.org/about/filings/> Other key policy documents are developed in public at: <https://gitorious.org/conservancy/policies/>

**FORM 990, PART VII, LINE (5)(F) - Other Compensation to Bradley M. Kuhn, President:**

\$28,001 is payments of Kuhn's health, dental, and disability insurance premiums during the tax year.

**Software Freedom Conservancy, Inc.**  
**Financial Statements**  
**February 28, 2014**

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Independent Auditor's Report

To the Board of Directors of  
Software Freedom Conservancy, Inc.

I have audited the accompanying financial statements of Software Freedom Conservancy, Inc., which comprise the Statement of Financial Position as of February 28, 2014, and the related Statement of Activities, Cash Flows and Functional Expenses for the year then ended, and the related notes to the financial statements.

**Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, I express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

**Opinion**

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Software Freedom Conservancy, Inc., as of February 28, 2014, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

**Report on Summarized Comparative Information**

I have previously audited Software Freedom Conservancy, Inc.'s year ended February 28, 2013 financial statements, and my report dated January 8, 2014, expressed an unmodified opinion on those audited financial statements. In my opinion, the summarized comparative information presented herein as of and for the year ended February 28, 2013 is consistent, in all material respects, with the audited financial statements from which it has been derived.



December 23, 2014

**Software Freedom Conservancy, Inc.**  
**Statement of Financial Position**  
**February 28, 2014**  
**(With Summarized Financial Information for 2013)**

|                                                        | February 28,<br><u>2014</u> | February 28,<br><u>2013</u> |
|--------------------------------------------------------|-----------------------------|-----------------------------|
| <b>Assets</b>                                          |                             |                             |
| Current Assets                                         |                             |                             |
| Cash                                                   | \$ 954,799                  | \$ 780,738                  |
| Prepaid expenses                                       | 2,377                       | 6,215                       |
| Contributions receivable                               | 71,160                      | 116,083                     |
| Total Current Assets                                   | <u>1,028,336</u>            | <u>903,036</u>              |
| Other Assets                                           |                             |                             |
| Security deposit                                       | -                           | 2,125                       |
| Total Other Assets                                     | <u>-</u>                    | <u>2,125</u>                |
| Total Assets                                           | <u>\$ 1,028,336</u>         | <u>\$ 905,161</u>           |
| <b>Liabilities and Net Assets</b>                      |                             |                             |
| Current Liabilities                                    |                             |                             |
| Accounts payable and accrued expenses                  | \$ 63,786                   | \$ 42,684                   |
| Unearned income - advance program<br>registration fees | <u>81,349</u>               | <u>84,509</u>               |
| Total Current Liabilities                              | <u>145,135</u>              | <u>127,193</u>              |
| Net Assets                                             |                             |                             |
| Unrestricted                                           | 118,618                     | 26,816                      |
| Temporarily restricted                                 | <u>764,583</u>              | <u>751,152</u>              |
| Total Net Assets                                       | <u>883,201</u>              | <u>777,968</u>              |
| Total Liabilities and Net Assets                       | <u>\$ 1,028,336</u>         | <u>\$ 905,161</u>           |

See independent auditor's report and accompanying notes to the financial statements.

**Software Freedom Conservancy, Inc.**  
**Statement of Activities**  
**For the Year Ended February 28, 2014**  
**(With Summarized Financial Information for 2013)**

|                                         | <u>Unrestricted</u> | <u>Temporarily<br/>Restricted</u> | <u>Total<br/>Year Ended<br/>February 28,<br/>2014</u> | <u>Year Ended<br/>February 28,<br/>2013</u> |
|-----------------------------------------|---------------------|-----------------------------------|-------------------------------------------------------|---------------------------------------------|
| <b>Support and Revenue</b>              |                     |                                   |                                                       |                                             |
| Contributions                           | \$ 380,608          | \$ 216,911                        | \$ 597,519                                            | \$ 368,429                                  |
| Conference registration fees            | -                   | 220,988                           | 220,988                                               | 174,534                                     |
| Legal settlements                       | -                   | -                                 | -                                                     | 10,000                                      |
| Consulting                              | -                   | -                                 | -                                                     | 13,515                                      |
| Book royalties                          | 474                 | 5,171                             | 5,645                                                 | 2,907                                       |
| Conference sponsorship income           | -                   | 11,919                            | 11,919                                                | 8,549                                       |
| Advertising                             | -                   | -                                 | -                                                     | 3,357                                       |
| Honoraria                               | 1,000               | -                                 | 1,000                                                 | 100                                         |
| Promotional items sales                 | -                   | 671                               | 671                                                   | -                                           |
| Interest and currency conversion income | 37                  | 294                               | 331                                                   | 6,114                                       |
| Net Assets released from restrictions:  |                     |                                   |                                                       |                                             |
| Satisfaction of program restrictions    | 442,523             | (442,523)                         | -                                                     | -                                           |
| Total Support and Revenue               | <u>824,642</u>      | <u>13,431</u>                     | <u>838,073</u>                                        | <u>587,505</u>                              |
| <b>Expenses</b>                         |                     |                                   |                                                       |                                             |
| Program services                        | <u>597,330</u>      | <u>-</u>                          | <u>597,330</u>                                        | <u>787,828</u>                              |
| Supporting services:                    |                     |                                   |                                                       |                                             |
| General and administrative              | 126,809             | -                                 | 126,809                                               | 122,853                                     |
| Fund-raising                            | 8,701               | -                                 | 8,701                                                 | 14,040                                      |
| Total supporting services               | <u>135,510</u>      | <u>-</u>                          | <u>135,510</u>                                        | <u>136,893</u>                              |
| Total Expenses                          | <u>732,840</u>      | <u>-</u>                          | <u>732,840</u>                                        | <u>924,721</u>                              |
| Change in Net Assets                    | 91,802              | 13,431                            | 105,233                                               | (337,216)                                   |
| Beginning Net Assets                    | 26,816              | 751,152                           | 777,968                                               | 1,115,184                                   |
| Ending Net Assets                       | <u>\$ 118,618</u>   | <u>\$ 764,583</u>                 | <u>\$ 883,201</u>                                     | <u>\$ 777,968</u>                           |

See independent auditor's report and accompanying notes to the financial statements.



**Software Freedom Conservancy, Inc.**  
**Statement of Cash Flows**  
**For the Year Ended February 28, 2014**  
**(With Summarized Financial Information for 2013)**

|                                                                                                           | <b>Year Ended<br/>February 28,<br/><u>2014</u></b> | <b>Year Ended<br/>February 28,<br/><u>2013</u></b> |
|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------|----------------------------------------------------|
| <b>Cash Flows from Operating Activities</b>                                                               |                                                    |                                                    |
| Change in Net Assets                                                                                      | \$ 105,233                                         | \$ (337,216)                                       |
| Adjustments to reconcile changes in net assets<br>to net cash provided by (used in) operating activities: |                                                    |                                                    |
| Receipt of gifted stock                                                                                   | (6,593)                                            | -                                                  |
| (Increase) decrease in operating assets:                                                                  |                                                    |                                                    |
| Prepaid expenses                                                                                          | 3,838                                              | (2,648)                                            |
| Contributions receivable                                                                                  | 44,923                                             | 43,986                                             |
| Security deposit                                                                                          | 2,125                                              | -                                                  |
| Increase (decrease) in operating liabilities:                                                             |                                                    |                                                    |
| Accounts payable and accrued expenses                                                                     | 21,102                                             | (47,445)                                           |
| Unearned income - advance program<br>registration fees                                                    | (3,160)                                            | 16,469                                             |
| Net cash provided by (used in) operating activities                                                       | <u>167,468</u>                                     | <u>(326,854)</u>                                   |
| <b>Cash Flows from Investing Activities</b>                                                               |                                                    |                                                    |
| Repayment of loans receivable                                                                             | -                                                  | 132,000                                            |
| Proceeds from sale of gifted stock                                                                        | 6,593                                              | -                                                  |
| Net cash provided by investing activities                                                                 | <u>6,593</u>                                       | <u>132,000</u>                                     |
| Increase (decrease) in Cash                                                                               | 174,061                                            | (194,854)                                          |
| Beginning Cash                                                                                            | 780,738                                            | 975,592                                            |
| Ending Cash                                                                                               | <u>\$ 954,799</u>                                  | <u>\$ 780,738</u>                                  |
| <b>Supplemental Disclosure of Cash Flow Information:</b>                                                  |                                                    |                                                    |
| <b>Cash paid during the year for:</b>                                                                     |                                                    |                                                    |
| Unrelated business income taxes paid                                                                      | <u>\$ 604</u>                                      | <u>\$ 2,277</u>                                    |

See independent auditor's report and accompanying notes to the financial statements.

**Software Freedom Conservancy, Inc.**  
**Statement of Functional Expenses**  
**For the Year Ended February 28, 2014**  
**(With Summarized Financial Information for 2013)**

|                                       | <u>Program Services</u> | <u>Supporting Services</u>                |                     |                                                       |                                             |
|---------------------------------------|-------------------------|-------------------------------------------|---------------------|-------------------------------------------------------|---------------------------------------------|
|                                       |                         | <u>General<br/>and<br/>Administrative</u> | <u>Fund-raising</u> | <u>Total<br/>Year Ended<br/>February 28,<br/>2014</u> | <u>Year Ended<br/>February 28,<br/>2013</u> |
| Salaries and wages                    | \$ 120,380              | \$ 70,596                                 | \$ 5,943            | \$ 196,919                                            | \$ 203,560                                  |
| Payroll taxes                         | 9,214                   | 5,398                                     | 454                 | 15,066                                                | 16,639                                      |
| Employee benefits                     | 18,243                  | 18,187                                    | 1,772               | 38,202                                                | 27,263                                      |
| Payroll processing fees               | 409                     | 236                                       | 20                  | 665                                                   | 963                                         |
| Technology expenses                   | 4,762                   | 9,553                                     | -                   | 14,315                                                | 17,851                                      |
| Occupancy                             | 8,174                   | 4,721                                     | 397                 | 13,292                                                | 19,620                                      |
| Grants                                | 10,825                  | -                                         | -                   | 10,825                                                | -                                           |
| Bank charges and other fees           | -                       | 2,908                                     | -                   | 2,908                                                 | 1,730                                       |
| Office supplies and other             | 1,701                   | 981                                       | 83                  | 2,765                                                 | 1,968                                       |
| Trademark registration & enforcement  | 2,014                   | 275                                       | -                   | 2,289                                                 | 40                                          |
| Insurance                             | -                       | 1,652                                     | -                   | 1,652                                                 | 1,228                                       |
| Taxes and government assessments      | 467                     | 718                                       | -                   | 1,185                                                 | 3,277                                       |
| Mentoring student software developers | 1,000                   | -                                         | -                   | 1,000                                                 | 3,325                                       |
| Membership                            | -                       | 700                                       | -                   | 700                                                   | -                                           |
| Copyright license enforcement         | 188                     | -                                         | -                   | 188                                                   | 9,255                                       |
| Travel, meals and lodging             | 76                      | -                                         | -                   | 76                                                    | 712                                         |
| Professional services:                |                         |                                           |                     |                                                       |                                             |
| Software development and design       | 81,497                  | -                                         | -                   | 81,497                                                | 385,768                                     |
| Accounting and audit                  | -                       | 10,500                                    | -                   | 10,500                                                | 11,796                                      |
| Non-license enforcement legal fees    | 664                     | 384                                       | 32                  | 1,080                                                 | 444                                         |
| Graphic design                        | 300                     | -                                         | -                   | 300                                                   | 400                                         |
| Promotional                           | -                       | -                                         | -                   | -                                                     | 2,390                                       |
|                                       | <u>259,914</u>          | <u>126,809</u>                            | <u>8,701</u>        | <u>395,424</u>                                        | <u>708,229</u>                              |
| Direct conference expenses:           |                         |                                           |                     |                                                       |                                             |
| Travel, meals and lodging             | 179,988                 | -                                         | -                   | 179,988                                               | 75,742                                      |
| Venue rental                          | 94,732                  | -                                         | -                   | 94,732                                                | 114,873                                     |
| Audio / video                         | 23,501                  | -                                         | -                   | 23,501                                                | 10,731                                      |
| Materials                             | 18,865                  | -                                         | -                   | 18,865                                                | 1,703                                       |
| Bank charges and other fees           | 6,739                   | -                                         | -                   | 6,739                                                 | 6,473                                       |
| T-shirts                              | 5,263                   | -                                         | -                   | 5,263                                                 | 1,590                                       |
| Other conference expenses             | 5,228                   | -                                         | -                   | 5,228                                                 | -                                           |
| Services                              | 2,500                   | -                                         | -                   | 2,500                                                 | 2,000                                       |
| Badges                                | 553                     | -                                         | -                   | 553                                                   | 1,638                                       |
| Registration service fees             | 47                      | -                                         | -                   | 47                                                    | 1,742                                       |
|                                       | <u>337,416</u>          | <u>-</u>                                  | <u>-</u>            | <u>337,416</u>                                        | <u>216,492</u>                              |
| Total Expenses                        | \$ 597,330              | \$ 126,809                                | \$ 8,701            | \$ 732,840                                            | \$ 924,721                                  |

See independent auditor's report and accompanying notes to the financial statements.

**Software Freedom Conservancy, Inc.**  
**Notes to Financial Statements**  
**February 28, 2014**

**Note 1 - Nature of Activities and Summary of Significant Accounting Policies**

Nature of Activities

Software Freedom Conservancy, Inc. (Conservancy) is a not-for-profit organization that helps promote, improve, develop, and defend Free, Libre, and Open Source Software (FLOSS) projects. Conservancy provides a nonprofit home and infrastructure for FLOSS projects. This allows FLOSS developers to focus on what they do best — writing and improving FLOSS for the general public.

FLOSS projects whose applications are accepted become part of the Software Freedom Conservancy (akin to a separate department of a large agency). Once joined, the "member project" receives most of the benefits of existing as a non-profit corporate entity without engaging in the arduous work of forming a separate, new organization. Conservancy aggregates the work of running a FLOSS non-profit for its many members.

Conservancy provides many important services for its member projects. Member projects can take directed donations, which allows donors to earmark their donations for the benefit of a specific FLOSS project. Conservancy provides fiscal oversight to ensure that these funds are spent in a manner that advances the project and fits with Conservancy's 501(c)(3) mission to promote, advance, and defend software freedom.

If the member project's leaders want, Conservancy can also hold other assets and titles on behalf of the projects, such as copyrights, trademarks, domain names, online hosting accounts, and title and ownership of physical hardware. Also at discretion of the project's leaders, Conservancy can assist in defending the rights represented in these assets. For example, Conservancy is available to assist member projects in enforcing the terms of the projects' FLOSS license.

Finally, developers of Conservancy's member projects, when operating in their capacity as project leaders, could receive some protection from personal liability for their work on the project.

Software Freedom Conservancy, Inc., was incorporated in the State of New York in 2006.

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

**Software Freedom Conservancy, Inc.**  
**Notes to Financial Statements**  
**February 28, 2014**

**Note 1 - (Continued)**

Financial Statement Presentation

Conservancy reports information regarding its financial position and activities according to three classes of net assets: unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets.

Unrestricted net assets represent revenues and expenses related to the operations and management of Conservancy's primary programs and supporting services. If funds are raised and set aside by the Board for future use, these are considered unrestricted. Temporarily restricted contributions that are expended for their restricted purpose in the same reporting period as received may be recorded as unrestricted.

Temporarily restricted net assets represent resources available for use, but expendable only for the purpose specifically stated by the donor. As of February 28, 2014 there was \$764,583 of temporarily restricted net assets.

Permanently restricted net assets are assets subject to donor-imposed stipulations that they be maintained permanently by Conservancy. Generally, the donors of these assets permit Conservancy to use all or part of the income earned on only related investments for general or specific purpose. As of February 28, 2014 there were no permanently restricted net assets.

Cash

Cash consists of demand deposit accounts held at major financial institutions and may at times exceed the insurable amount. Management believes it mitigates its risk by investing in a major financial institution and in funds that are currently U.S. federal government insured. Recoverability of investments is dependent upon the performance of the issuer.

Cash Equivalents

For purposes of the statement of cash flows, Conservancy considers all highly liquid investments purchased with original maturities of three months or less when purchased to be cash equivalents.

Contributions

Contributions are recognized when the donor makes a promise to give to Conservancy that is in substance, unconditional. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restriction expires in the same reporting period in which the contributions are recognized. All other donor restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets.

**Software Freedom Conservancy, Inc.**  
**Notes to Financial Statements**  
**February 28, 2014**

**Note 1 - (Continued)**

Contributions Receivable

Contributions receivable are stated at the amount management expects to collect. Management provides for probable uncollectible amounts through adjustments to valuation allowances based on its assessment of the current status of individual receivables. Balances still outstanding after management has used reasonable collection efforts are written off through a charge to the valuation allowance. For the year ended February 28, 2014 the allowance for doubtful accounts was \$0.

Revenue Recognition

Contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted depending on the existence and / or nature of any donor restrictions. Conservancy has not received any contributions with donor-imposed restrictions that would result in permanently restricted net assets.

Income is recognized on an accrual basis when earned.

Reclassifications

Certain reclassifications have been made to prior year amounts to conform to the current year presentations.

Income Taxes

Conservancy is exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code. Therefore, no provision for income taxes has been provided for in the accompanying financial statements.

Tax Uncertainties

Conservancy's policy is to record interest expense and penalties in operating expenses. For the year ended February 28, 2014, there was no interest and penalties expense recorded.

Conservancy's Federal Forms 990 are open for examination for the years ended February 28, 2011, and thereafter.

Functional Allocation of Expenses

The costs of providing various programs and other activities have been summarized on a functional basis in the statement of activities. Accordingly, certain costs have been allocated among the programs and supporting services benefited.

**Software Freedom Conservancy, Inc.**  
**Notes to Financial Statements**  
**February 28, 2014**

**Note 1 - (Continued)**

Concentrations

Conservancy maintains cash balances in two financial institutions. Balances in one of those institutions at times exceed federally insured limits. Conservancy has not experienced any losses related to these accounts and believes it is not exposed to any significant credit risk.

Approximately 42% of contributions receivable are from one organization.

Approximately 30% of Conservancy's contributions were provided by one organization.

Donated Services

Donated services are recognized as contributions if the services (1) create or enhance nonfinancial assets or (2) require specialized skills, are performed by people with those skills, and would otherwise be purchased by Conservancy. Volunteers provide various services that are not recognized as contributions in the financial statements since the recognition criteria were not met.

Subsequent Events

In preparing these financial statements, Software Freedom Conservancy, Inc., has evaluated subsequent events and transactions for potential recognition or disclosure in the financial statements through December 23, 2014, the date the financial statements were available to be issued.

**Note 2 - Lease**

Software Freedom Conservancy, Inc., leased its premises on a month to month basis until October 31, 2013.

Payments during the year ended February 28, 2014 amounted to \$13,000.

**Note 3 - Unearned Income**

Unearned income represents income for the year ending February 28, 2015, that was received during the year ended February 28, 2014.

**Software Freedom Conservancy, Inc.**  
**Notes to Financial Statements**  
**February 28, 2014**

**Note 4 - Temporarily Restricted Net Assets**

Temporarily restricted net assets by revenue source and changes therein for the year ended February 28, 2014, were as follows:

|                                                                 | Balance as of<br>March 1, 2013 | Additions         | Releases<br>From<br>Restrictions | Balance as of<br>February 28, 2014 |
|-----------------------------------------------------------------|--------------------------------|-------------------|----------------------------------|------------------------------------|
| <b>Restricted as to purpose for<br/>the following projects:</b> |                                |                   |                                  |                                    |
| Amarok                                                          | \$ 6,647                       | \$ 268            | \$ 6,915                         | \$ -                               |
| ArgoUML                                                         | 12,630                         | 12                | 1                                | 12,641                             |
| Boost                                                           | 124,698                        | 65,634            | 58,447                           | 131,885                            |
| Buildbot                                                        | 823                            | 1,094             | 3                                | 1,914                              |
| BusyBox                                                         | 123,882                        | 26                | 7,146                            | 116,762                            |
| Coreboot                                                        | 1,800                          | -                 | -                                | 1,800                              |
| Darcs                                                           | 1,613                          | 72                | 3                                | 1,682                              |
| Evergreen                                                       | 40,616                         | 66,603            | 72,811                           | 34,408                             |
| Foresight                                                       | 393                            | -                 | -                                | 393                                |
| Gevent                                                          | 246                            | 5                 | -                                | 251                                |
| Git                                                             | 8,651                          | 3,132             | 292                              | 11,491                             |
| Inkscape                                                        | 25,605                         | 8,068             | 2,502                            | 31,171                             |
| K3D                                                             | 2,857                          | -                 | -                                | 2,857                              |
| Kohana                                                          | 3,480                          | 205               | 417                              | 3,268                              |
| Libbraille                                                      | 459                            | -                 | -                                | 459                                |
| Mercurial                                                       | 1,592                          | 5,860             | 107                              | 7,345                              |
| Metalink                                                        | 894                            | -                 | 9                                | 885                                |
| Mifos                                                           | 6,336                          | -                 | 6,336                            | -                                  |
| OpenChange                                                      | 4,726                          | 4                 | -                                | 4,730                              |
| PyPy                                                            | 54,483                         | 19,392            | 43,599                           | 30,276                             |
| SWIG                                                            | 2,915                          | 19                | 21                               | 2,913                              |
| Samba                                                           | 170,928                        | 39,622            | 32,609                           | 177,941                            |
| Selenium                                                        | 82,083                         | 167,566           | 154,138                          | 95,511                             |
| Squeak                                                          | 1,193                          | 24                | 539                              | 678                                |
| Sugar                                                           | 8,673                          | 44,318            | 13,546                           | 39,445                             |
| Twisted                                                         | 27,857                         | 9,390             | 21,064                           | 16,183                             |
| Wine                                                            | 14,926                         | 5,143             | 3,763                            | 16,306                             |
| jQuery                                                          | 20,146                         | 4                 | 14,780                           | 5,370                              |
| phpMyAdmin                                                      | -                              | 19,493            | 3,475                            | 16,018                             |
|                                                                 | <u>\$ 751,152</u>              | <u>\$ 455,954</u> | <u>\$ 442,523</u>                | <u>\$ 764,583</u>                  |

See independent auditor's report.