

EXTENDED TO MAY 15, 2017

Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except 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.

OMB No. 1545-0047

2015Open to Public
Inspection**A** For the 2015 calendar year, or tax year beginning **JUL 1, 2015** and ending **JUN 30, 2016****B** Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Final return/terminated
☐ Amended return
☐ Application pending

C Name of organization**ARIZONA CENTER FOR NATURE CONSERVATION**Doing business as **THE PHOENIX ZOO**

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

455 N. GALVIN PARKWAY

Room/suite

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

PHOENIX, AZ 85008**F** Name and address of principal officer: **NORBERTO J. CASTRO**
SAME AS C ABOVE**D** Employer identification number**86-0174843****E** Telephone number**602-286-3800****G** Gross receipts \$ **30,304,492.****H(a)** Is this a group returnfor subordinates? ☐ Yes ☒ No**H(b)** Are all subordinates included? ☐ Yes ☐ No

If "No," attach a list. (see instructions)

H(c) Group exemption number ▶**I** Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) () ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ **WWW.PHOENIXZOO.ORG****K** Form of organization: ☐ Corporation ☐ Trust ☐ Association ☒ Other ▶**L** Year of formation: **1961****M** State of legal domicile: **AZ****Part I Summary**

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: THE ARIZONA CENTER FOR NATURE CONSERVATION ADVANCES THE STEWARDSHIP AND CONSERVATION OF ANIMALS		
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3	Number of voting members of the governing body (Part VI, line 1a) 24		
	4	Number of independent voting members of the governing body (Part VI, line 1b) 24		
	5	Total number of individuals employed in calendar year 2015 (Part V, line 2a) 621		
	6	Total number of volunteers (estimate if necessary) 1640		
	7a	Total unrelated business revenue from Part VIII, column (C), line 12 0.		
	7b	Net unrelated business taxable income from Form 990-T, line 34 0.		
Revenue	8	Contributions and grants (Part VIII, line 1h) 4,639,463.	Prior Year	Current Year
	9	Program service revenue (Part VIII, line 2g) 20,057,832.	4,639,463.	5,740,264.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d) 413,864.	20,057,832.	21,625,293.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) <245,580.>	413,864.	339,191.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 24,865,579.	<245,580.>	<81,374.>
	12		24,865,579.	27,623,374.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3) 128,181.	128,181.	126,604.
	14	Benefits paid to or for members (Part IX, column (A), line 4) 0.	0.	0.
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 13,572,648.	13,572,648.	14,651,363.
	16a	Professional fundraising fees (Part IX, column (A), line 11e) 0.	0.	126,000.
	b	Total fundraising expenses (Part IX, column (D), line 25) 2,161,219.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 9,922,549.	9,922,549.	10,689,317.
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 23,623,378.	23,623,378.	25,593,284.
	19	Revenue less expenses. Subtract line 18 from line 12 1,242,201.	1,242,201.	2,030,090.
Net Assets or Fund Balances	20	Total assets (Part X, line 16) 48,482,363.	Beginning of Current Year	End of Year
	21	Total liabilities (Part X, line 26) 4,387,186.	48,482,363.	50,293,966.
	22	Net assets or fund balances. Subtract line 21 from line 20 44,095,177.	4,387,186.	4,872,311.
	22		44,095,177.	45,421,655.

Part II Signature Block

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

Sign Here	Signature of officer	Date			
	BONNIE MENDOZA, EVP & CFO Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name COLETTE KAMPS, CPA	Preparer's signature COLETTE KAMPS, CPA	Date 05/10/17	Check <input type="checkbox"/> if self-employed	PTIN P00367616
	Firm's name ▶ HENRY & HORNE, LLP	Firm's EIN ▶ 86-0133881			
	Firm's address ▶ 2055 E WARNER RD, STE 101 TEMPE, AZ 85284		Phone no. (480) 839-4900		

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

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

THE ARIZONA CENTER FOR NATURE CONSERVATION ADVANCES THE STEWARDSHIP AND CONSERVATION OF ANIMALS AND THEIR HABITATS WHILE PROVIDING EXPERIENCES THAT INSPIRE PEOPLE AND MOTIVATE THEM TO CARE FOR THE NATURAL WORLD.

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

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

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code:) (Expenses \$ 19,727,427. including grants of \$ 126,604.) (Revenue \$ 21,750,727.)

THE ARIZONA CENTER FOR NATURE CONSERVATION OPERATES THE PHOENIX ZOO, A 126-ACRE ZOOLOGICAL PARK, WITHIN PAPAGO PARK, WITH OVER 1,400 ANIMALS IN EXHIBITIONS, AND PARTICIPATES IN WORLDWIDE SPECIES SURVIVAL PLANS. THROUGH ECOSYSTEM EXHIBITION, EDUCATION AND CONSERVATION, THE ZOO SERVES VISITORS WITH A MISSION TO PROVIDE EXPERIENCES THAT INSPIRE PEOPLE AND MOTIVATE THEM TO CARE FOR THE NATURAL WORLD. THE ARIZONA CENTER FOR NATURE CONSERVATION ALSO OPERATES THE SOUTH MOUNTAIN ENVIRONMENTAL EDUCATIONAL CENTER (SMEEC), WITHIN SOUTH MOUNTAIN PARK RESERVE. SMEEC INCLUDES A VISITOR CENTER WITH INTERPRETIVE EXHIBITS, CLASSROOM AND EVENT SPACE ALLOWING FOR NATURE INTERPRETIVE TALKS, COMMUNITY PROGRAMS AND GATHERINGS.
(CONTINUED ON SCHEDULE O)

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)**4c** (Code:) (Expenses \$ including grants of \$) (Revenue \$)**4d** Other program services (Describe in Schedule O.)

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

4e Total program service expenses **19,727,427.**

Part IV Checklist of Required Schedules

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

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Part IV Checklist of Required Schedules (continued)

	Yes	No
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
26 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 "Yes," complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	X	
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule OForm **990** (2015)

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
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable	1a 46		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 621		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b	X	
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		X
b If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X	
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	X	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the sponsoring organization make any taxable distributions under section 4966?	9a		
b Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter:			
a Initiation fees and capital contributions included on Part VIII, line 12	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11 Section 501(c)(12) organizations. Enter:			
a Gross income from members or shareholders	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c Enter the amount of reserves on hand	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

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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**

	1a	1b	2	3	4	5	6	7a	7b	8a	8b	9	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year	24													
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.														
b Enter the number of voting members included in line 1a, above, who are independent		24												
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?			2											X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?				3										X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?					4	X								
5 Did the organization become aware during the year of a significant diversion of the organization's assets?							5							X
6 Did the organization have members or stockholders?								6	X					
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?									7a	X				
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?										7b	X			
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:														
a The governing body?											8a	X		
b Each committee with authority to act on behalf of the governing body?												8b	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O														X

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

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

Section C. Disclosure

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

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, address, and telephone number of the person who possesses the organization's books and records: **BONNIE MENDOZA - 602-286-3800**
455 N. GALVIN PARKWAY, PHOENIX, AZ 85008

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck 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) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) RORY ALBERT TRUSTEE	1.00	X						0.	0.	0.
(2) YVONNE J. ANDERSON TRUSTEE	1.00	X						0.	0.	0.
(3) HEIDI BERGER TRUSTEE	1.00	X						0.	0.	0.
(4) DIANE BROSSART TRUSTEE	1.00	X						0.	0.	0.
(5) LESLIE BUDINGER TRUSTEE	1.00	X						0.	0.	0.
(6) INGER ERICKSON TRUSTEE	1.00	X						0.	0.	0.
(7) JOELLEN DOORBOS TRUSTEE	1.00	X						0.	0.	0.
(8) PETER FAUR TRUSTEE	1.00	X						0.	0.	0.
(9) LARRY FINK TRUSTEE	1.00	X						0.	0.	0.
(10) STEPHEN FISHER TRUSTEE	1.00	X						0.	0.	0.
(11) JOHN HOOPES TRUSTEE	1.00	X						0.	0.	0.
(12) SUE KIDD TRUSTEE	1.00	X						0.	0.	0.
(13) CRAIG KRUMWIEDE TRUSTEE	1.00	X						0.	0.	0.
(14) DAVID MCDOWELL TRUSTEE	1.00	X						0.	0.	0.
(15) ALBERT W. MORRIS TRUSTEE	1.00	X						0.	0.	0.
(16) PHILIP PETERSEN TRUSTEE	1.00	X						0.	0.	0.
(17) CHARLES SANDS TRUSTEE	1.00	X						0.	0.	0.

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) MAJA WESSELS TRUSTEE	1.00	X						0.	0.	0.
(19) JEAN BINGHAM CHAIR	2.00	X		X				0.	0.	0.
(20) FREDERICK CUMMINGS SECRETARY	2.00	X		X				0.	0.	0.
(21) MICHELLE CLARKE VICE CHAIR BOARD DEVELOPME	2.00	X		X				0.	0.	0.
(22) STEPHEN HIGGINS VICE CHAIR OUTCOMES	2.00	X		X				0.	0.	0.
(23) HARRY PAPP VICE CHAIR FINANCIAL DEVELOPMENT	2.00	X		X				0.	0.	0.
(24) GABRIELLE VITALE VICE CHAIR FINANCE AND TREASURER	2.00	X		X				0.	0.	0.
(25) NORBERTO CASTRO PRESIDENT/CEO	40.00			X				379,536.	0.	48,199.
(26) BONNIE MENDOZA EVP/CFO	40.00			X				204,318.	0.	31,302.
1b Sub-total								583,854.	0.	79,501.
c Total from continuation sheets to Part VII, Section A								733,434.	0.	101,596.
d Total (add lines 1b and 1c)								1,317,288.	0.	181,097.

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 **7**

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
URIAS COMMUNICATIONS P.O. BOX 44262, SCOTTSDALE, AZ 85064	MARKETING AGENT	935,954.
HOMES & SON CONTRACTORS, INC. 77 E. THOMAS RD., STE.120, PHOENIX, AZ 85012	CONSTRUCTION CONTRACTOR	623,000.
TSG CONSTRUCTORS, LLC PO BOX 71640, PHOENIX, AZ 85050	CONSTRUCTION CONTRACTOR	355,579.
CAMELS FOR A CAUSE, 1140 W. ALAMEDA DR, STE.104, TEMPE, AZ 85282	3RD PARTY CAMEL VENDOR	339,321.
SIMEX IWERKS ENTERTAINMENT, 27509 AVENUE HOPKINS, SANTA CLARITA, CA 91355	4D VIDEO VENDOR	324,366.

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 **10**

SEE PART VII, SECTION A CONTINUATION SHEETS

Form 990 (2015)

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

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a	2,204.				
	b Membership dues	1b					
	c Fundraising events	1c	388,617.				
	d Related organizations	1d					
	e Government grants (contributions)	1e					
	f All other contributions, gifts, grants, and similar amounts not included above	1f	5,349,443.				
	g Noncash contributions included in lines 1a-1f: \$		231,818.				
	h Total. Add lines 1a-1f						
Program Service Revenue	2 a ADMISSIONS AND MEMBERSHIPS	Business Code	900099	15,389,544.	15,389,544.		
	b RETAIL		900099	3,388,099.	3,388,099.		
	c GROUP SERVICES		900099	1,081,898.	1,081,898.		
	d FOOD SERVICES		900099	959,065.	959,065.		
	e EDUCATIONAL SERVICES		900099	806,687.	806,687.		
	f All other program service revenue						
	g Total. Add lines 2a-2f			21,625,293.			
	Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)			488,047.		
4 Income from investment of tax-exempt bond proceeds							
5 Royalties							
6 a Gross rents		(i) Real	(ii) Personal				
b Less: rental expenses							
c Rental income or (loss)							
d Net rental income or (loss)							
7 a Gross amount from sales of assets other than inventory		(i) Securities	(ii) Other				
b Less: cost or other basis and sales expenses							
c Gain or (loss)							
d Net gain or (loss)				<148,856.>			<148,856.>
8 a Gross income from fundraising events (not including \$ 388,617. of contributions reported on line 1c). See Part IV, line 18		a		151,622.			
b Less: direct expenses		b		358,430.			
c Net income or (loss) from fundraising events				<206,808.>			<206,808.>
9 a Gross income from gaming activities. See Part IV, line 19		a					
b Less: direct expenses		b					
c Net income or (loss) from gaming activities							
10 a Gross sales of inventory, less returns and allowances		a					
b Less: cost of goods sold	b						
c Net income or (loss) from sales of inventory							
Miscellaneous Revenue			Business Code				
11 a MISCELLANEOUS INCOME		900099	125,434.	125,434.			
b							
c							
d All other revenue							
e Total. Add lines 11a-11d			125,434.				
12 Total revenue. See instructions.			27,623,374.	21,750,727.	0.	132,383.	

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) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	63,334.	63,334.		
2 Grants and other assistance to domestic individuals. See Part IV, line 22	23,870.	23,870.		
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	39,400.	39,400.		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	1,126,377.	555,743.	336,588.	234,046.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	10,795,612.	8,982,029.	1,013,373.	800,210.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	287,186.	253,730.	19,509.	13,947.
9 Other employee benefits	1,627,380.	1,309,155.	179,777.	138,448.
10 Payroll taxes	814,808.	649,068.	94,687.	71,053.
11 Fees for services (non-employees):				
a Management				
b Legal	7,423.		7,423.	
c Accounting	41,080.		41,080.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	126,000.			126,000.
f Investment management fees	18,597.		18,597.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	464,274.	54,152.	363,505.	46,617.
12 Advertising and promotion	1,382,008.	27,919.	882,501.	471,588.
13 Office expenses	1,091,064.	638,518.	354,497.	98,049.
14 Information technology				
15 Royalties				
16 Occupancy	1,031,948.	1,030,880.	979.	89.
17 Travel	123,902.	102,586.	19,219.	2,097.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	1,588.		1,588.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	2,826,252.	2,463,373.	250,345.	112,534.
23 Insurance	214,352.	164,268.	34,552.	15,532.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a ANIMAL COLLECTION	946,821.	946,821.		
b REPAIRS AND MAINTENANCE	874,325.	856,806.	14,839.	2,680.
c VENDOR COMMISSION	656,471.	656,471.		
d COST OF PRODUCT CATERIN	592,422.	584,767.		7,655.
e All other expenses	416,790.	324,537.	71,579.	20,674.
25 Total functional expenses. Add lines 1 through 24e	25,593,284.	19,727,427.	3,704,638.	2,161,219.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ☐ if following SOP 98-2 (ASC 958-720)

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing	4,411,804.	1	4,824,596.
	2 Savings and temporary cash investments	7,190.	2	
	3 Pledges and grants receivable, net	1,499,913.	3	2,862,306.
	4 Accounts receivable, net	190,732.	4	452,928.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use	142,658.	8	124,231.
	9 Prepaid expenses and deferred charges	135,572.	9	257,772.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 70,923,154.		
	b Less: accumulated depreciation	10b 40,708,685.	10c	30,214,469.
	11 Investments - publicly traded securities	29,688,931.	11	6,403,415.
	12 Investments - other securities. See Part IV, line 11	6,912,176.	12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	5,493,387.	15	5,154,249.
16 Total assets. Add lines 1 through 15 (must equal line 34)	48,482,363.	16	50,293,966.	
Liabilities	17 Accounts payable and accrued expenses	1,519,183.	17	1,696,990.
	18 Grants payable		18	
	19 Deferred revenue	2,862,570.	19	3,171,920.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	5,433.	25	3,401.
	26 Total liabilities. Add lines 17 through 25	4,387,186.	26	4,872,311.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	35,617,497.	27	36,110,037.
	28 Temporarily restricted net assets	2,802,865.	28	3,926,461.
	29 Permanently restricted net assets	5,674,815.	29	5,385,157.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	44,095,177.	33	45,421,655.
	34 Total liabilities and net assets/fund balances	48,482,363.	34	50,293,966.

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Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	27,623,374.
2	Total expenses (must equal Part IX, column (A), line 25)	2	25,593,284.
3	Revenue less expenses. Subtract line 2 from line 1	3	2,030,090.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	44,095,177.
5	Net unrealized gains (losses) on investments	5	<9,673.>
6	Donated services and use of facilities	6	4,805.
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	<698,744.>
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	45,421,655.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☒

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

Form 990 (2015)

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.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

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 (Form 990 or 990-EZ).)
- 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 in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
- a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. **You must complete Part IV, Sections A and B.**
- b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). **You must complete Part IV, Sections A and C.**
- c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). **You must complete Part IV, Sections A, D, and E.**
- d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). **You must complete Part IV, Sections A and D, and Part V.**
- e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
- f Enter the number of supported organizations _____
- g 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 (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
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) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge ...						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources ...						
9 Net income from unrelated business activities, whether or not the business is regularly carried on ...						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f))	14		%
15 Public support percentage from 2014 Schedule A, Part II, line 14	15		%
16a 33 1/3% support test - 2015. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			
b 33 1/3% support test - 2014. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization			
17a 10% -facts-and-circumstances test - 2015. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			
b 10% -facts-and-circumstances test - 2014. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization			
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions			

Schedule A (Form 990 or 990-EZ) 2015

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) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	6,524,433.	5,746,751.	5,244,015.	4,617,473.	5,740,264.	27,872,936.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose	17,774,606.	18,275,861.	18,779,568.	20,057,832.	21,625,293.	96,513,160.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5	24,299,039.	24,022,612.	24,023,583.	24,675,305.	27,365,557.	124,386,096.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0.
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						0.
c Add lines 7a and 7b						0.
8 Public support. (Subtract line 7c from line 6.)						124,386,096.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
9 Amounts from line 6	24,299,039.	24,022,612.	24,023,583.	24,675,305.	27,365,557.	124,386,096.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	440,123.	414,135.	444,321.	428,000.	488,047.	2,214,626.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b	440,123.	414,135.	444,321.	428,000.	488,047.	2,214,626.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	<8,318.>	42,896.	45,856.	32,135.	125,434.	238,003.
13 Total support. (Add lines 9, 10c, 11, and 12.)	24,730,844.	24,479,643.	24,513,760.	25,135,440.	27,979,038.	126,838,725.

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

15 Public support percentage for 2015 (line 8, column (f) divided by line 13, column (f))	15	98.07 %
16 Public support percentage from 2014 Schedule A, Part III, line 15	16	98.00 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2015 (line 10c, column (f) divided by line 13, column (f))	17	1.75 %
18 Investment income percentage from 2014 Schedule A, Part III, line 17	18	1.90 %

19a 33 1/3% support tests - 2015. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☒**b 33 1/3% support tests - 2014.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Part IV Supporting Organizations

(Complete only if you checked a box in line 11 on Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No" describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes," and if you checked 11a or 11b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .		
b Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .		
c Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .		
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer 10b below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
11a		
b A family member of a person described in (a) above?		
11b		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI .		
11c		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
1		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		
2		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		
1		

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
1		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
2		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		
3		

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):			
a <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.			
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.			
2a			
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.			
2b			
3 Parent of Supported Organizations. Answer (a) and (b) below.			
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI .			
3a			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.			
3b			

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8	

Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d	3	
4	Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by .035	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	

Section C - Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, Column A)	1	
2	Enter 85% of line 1	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3	4	
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6	
7	<input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).		

Schedule A (Form 990 or 990-EZ) 2015

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D - Distributions			Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes		
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity		
3	Administrative expenses paid to accomplish exempt purposes of supported organizations		
4	Amounts paid to acquire exempt-use assets		
5	Qualified set-aside amounts (prior IRS approval required)		
6	Other distributions (describe in Part VI). See instructions.		
7	Total annual distributions. Add lines 1 through 6.		
8	Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.		
9	Distributable amount for 2015 from Section C, line 6		
10	Line 8 amount divided by Line 9 amount		

Section E - Distribution Allocations (see instructions)		(i) Excess Distributions	(ii) Underdistributions Pre-2015	(iii) Distributable Amount for 2015
1	Distributable amount for 2015 from Section C, line 6			
2	Underdistributions, if any, for years prior to 2015 (reasonable cause required-see instructions)			
3	Excess distributions carryover, if any, to 2015:			
a				
b				
c				
d	From 2013			
e	From 2014			
f	Total of lines 3a through e			
g	Applied to underdistributions of prior years			
h	Applied to 2015 distributable amount			
i	Carryover from 2010 not applied (see instructions)			
j	Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4	Distributions for 2015 from Section D, line 7: \$			
a	Applied to underdistributions of prior years			
b	Applied to 2015 distributable amount			
c	Remainder. Subtract lines 4a and 4b from 4.			
5	Remaining underdistributions for years prior to 2015, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6	Remaining underdistributions for 2015. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7	Excess distributions carryover to 2016. Add lines 3j and 4c.			
8	Breakdown of line 7:			
a				
b				
c	Excess from 2013			
d	Excess from 2014			
e	Excess from 2015			

Schedule A (Form 990 or 990-EZ) 2015

Public Copy

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes" on 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.**

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of 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" on Form 990, Part IV, line 7.

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

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of a historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<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.

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

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

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

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

☐ Yes ☐ No

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

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

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

☐ Yes ☐ No

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

(i) Revenue included on Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

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

a Revenue included on Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

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

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

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

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

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

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

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

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

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

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	5,079,375.	4,784,759.	4,399,846.	3,985,701.	3,567,465.
b Contributions	168,687.	348,751.	233,099.	310,273.	504,085.
c Net investment earnings, gains, and losses	16,031.	6,149.	203,095.	136,329.	13,691.
d Grants or scholarships					
e Other expenditures for facilities and programs	299,006.	60,284.	51,281.	32,460.	99,540.
f Administrative expenses					
g End of year balance	4,965,087.	5,079,375.	4,784,759.	4,399,846.	3,985,701.

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

- a Board designated or quasi-endowment ☒ 82.00 %
 b Permanent endowment ☒ 18.00 %
 c Temporarily restricted endowment ☐ %

The percentages on 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
 (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R? ☐

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" on 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
1a Land				
b Buildings		22,402,874.	7,745,330.	14,657,544.
c Leasehold improvements				
d Equipment		37,060,282.	26,310,939.	10,749,343.
e Other		11,459,998.	6,652,416.	4,807,582.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				30,214,469.

Schedule D (Form 990) 2015

Part VII Investments - Other Securities.

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

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

Part VIII Investments - Program Related.

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

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

Part IX Other Assets.

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

(a) Description	(b) Book value
(1) DEPOSITS	23,778.
(2) BENEFICIAL INTEREST IN PERPETUAL TRUST	4,575,471.
(3) REAL ESTATE RESTRICTED FOR INVESTMENT	555,000.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	5,154,249.

Part X Other Liabilities.

Complete if the organization answered "Yes" on 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) CAPITAL LEASE	3,401.	
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	3,401.	

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 ☒

Schedule D (Form 990) 2015

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

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

1	Total revenue, gains, and other support per audited financial statements	1	28,310,532.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	<9,673.>
b	Donated services and use of facilities	2b	1,107,129.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	<717,341.>
e	Add lines 2a through 2d	2e	380,115.
3	Subtract line 2e from line 1	3	27,930,417.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	<307,043.>
c	Add lines 4a and 4b	4c	<307,043.>
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	27,623,374.

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

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

1	Total expenses and losses per audited financial statements	1	26,984,054.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	1,102,324.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	307,043.
e	Add lines 2a through 2d	2e	1,409,367.
3	Subtract line 2e from line 1	3	25,574,687.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	18,597.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	18,597.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	25,593,284.

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.

PART V, LINE 4:

THE ORGANIZATION HAS ALLOWED FOR APPROPRIATING FOR DISTRIBUTION EACH YEAR UP TO 5% OF ITS ENDOWMENT FUND'S AVERAGE FAIR VALUE OVER THE PRIOR 12 QUARTERS THROUGH THE CALENDAR YEAR-END PRECEDING THE FISCAL YEAR IN WHICH THE DISTRIBUTION IS PLANNED. IN ESTABLISHING THIS POLICY, THE ORGANIZATION CONSIDERED THE LONGTERM EXPECTED RETURN ON ITS ENDOWMENT. THIS IS CONSISTENT WITH THE ORGANIZATION'S OBJECTIVE TO MAINTAIN THE PURCHASING POWER OF THE ENDOWMENT ASSETS HELD IN PERPETUITY OR FOR A SPECIFIED TERM, AS WELL AS TO PROVIDE ADDITIONAL REAL GROWTH THROUGH NEW GIFTS AND INVESTMENT RETURN. IN THE CURRENT YEAR ENDING JUNE 30, 2016, THE BOARD APPROVED A TRANSFER OF QUASI-ENDOWMENT FUNDS IN THE AMOUNT OF \$230,000 TO COMPLETE CAPITAL CAMPAIGN NEEDS.

Part XIII Supplemental Information (continued)

PART X, LINE 2:

THE ORGANIZATION RECOGNIZES UNCERTAIN TAX POSITIONS IN THE FINANCIAL STATEMENTS WHEN IT IS MORE LIKELY-THAN-NOT THAT THE POSITIONS WILL NOT BE SUSTAINED UPON EXAMINATION BY THE TAX AUTHORITIES. AS OF JUNE 30, 2016, THE ORGANIZATION HAD NO UNCERTAIN TAX POSITIONS THAT QUALIFY FOR EITHER RECOGNITION OR DISCLOSURE IN THE FINANCIAL STATEMENTS.

PART XI, LINE 2D - OTHER ADJUSTMENTS:

CHANGE IN VALUE OF SPLIT INTEREST AGREEMENTS	-340,098.
UNCOLLECTIBLE PROMISES TO GIVE	-358,646.
INVESTMENT FEES	-18,597.
TOTAL TO SCHEDULE D, PART XI, LINE 2D	-717,341.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

SPECIAL EVENT DIRECT EXPENSE	-358,430.
DONATED AUCTION ITEMS	51,387.
TOTAL TO SCHEDULE D, PART XI, LINE 4B	-307,043.

PART XII, LINE 2D - OTHER ADJUSTMENTS:

SPECIAL EVENT DIRECT EXPENSE	358,430.
DONATED AUCTION ITEMS	-51,387.
TOTAL TO SCHEDULE D, PART XII, LINE 2D	307,043.

PART XI AND XII LINES 4B AND 2D

SPECIAL EVENT DIRECT EXPENSE	\$ 307,043
DONATED AUCTION ITEMS	51,387
TOTAL EVENT EXPENSE PART VIII LINE 8B	\$ 358,430

**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.

▶ Information about Schedule F (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015**Open to Public
Inspection**

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

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
CAMAROOON	0	0	PROGRAM SERVICES	VULERNALE COMMON HIPPO	2,950.
COLOMBIA	0	0	PROGRAM SERVICES	RECOVERY PLAN	5,000.
ECUADOR	0	0	PROGRAM SERVICES	SA SLOTHS	3,000.
KENYA	0	0	PROGRAM SERVICES	AWG RECIPIENT -MARY YODER-MANDATORY CONTRIBUTION	753.
KENYA	0	0	PROGRAM SERVICES	TAITA WARTY FROG	2,800.
KENYA	0	0	PROGRAM SERVICES	GREY CROWNED CRANE	3,000.
LONDON	0	0	PROGRAM SERVICES	RUFUS FRUIT BAT	2,998.
MALAYSIA	0	0	PROGRAM SERVICES	PALM OIL FOR ORANGUTANS	5,000.
3 a Sub-total	0	0			25,501.
b Total from continuation sheets to Part I	0	0			13,900.
c Totals (add lines 3a and 3b)	0	0			39,401.

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

Schedule F (Form 990) 2015

Part I Continuation of Activities per Region. (Schedule F (Form 990), Part I, line 3)

(a) Region	(b) Number of offices in the region	(c) Number of employees or agents in region	(d) Activities conducted in region (by type) (i.e., fundraising, program services, 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 region
NEPAL	0	0	PROGRAM SERVICES	HIMALAYAN BLACK BEAR	2,900.
PHILIPPINES	0	0	PROGRAM SERVICES	SEAHORSE ETHNOZOOLOGY	3,000.
SOUTH AFRICA	0	0	PROGRAM SERVICES	CHEETAH	3,000.
UK	0	0	PROGRAM SERVICES	RUAHA DVD'S	5,000.
Totals					13,900.

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)

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

3 Enter total number of other organizations or entities

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)
TO SUPPORT MISSION TO PROVIDE PALM OIL FOR ORANGUTANS	MALAYSIA	1	5,000.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH HIMALAYAN BLACK BEAR	NEPAL	1	2,900.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH SEAHORSE ETHNOZOOLOGY	PHILIPPINES	1	3,000.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH CHEETAH	SOUTH AFRICA	1	3,000.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH TAITA WARTY FROG	KENYA	1	2,800.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH GREY CROWNED CRANE	KENYA	1	3,000.	GRANT	0.		
TO SUPPORT MISSION TO WORK WITH VULNERABLE COMMON HIPPO	CAMAROON	1	2,950.	GRANT	0.		

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 separately 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; do not file with Form 990)* ☐ 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 separately file Form 5713, International Boycott Report (see Instructions for Form 5713; do not file with Form 990)* ☐ Yes ☒ No

Schedule F (Form 990) 2015

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.

PART I, LINE 2:

AS PART OF THE GRANTING PROCESS, IF ACNC IS NOT DIRECTLY INVOLVED IN THE PROJECT, ACNC REQUIRES THE GRANTEE TO PROVIDE ANNUAL REPORTING PACKAGES THAT INCLUDE DESCRIPTIONS OF OUTCOMES AS SPECIFIED IN THE GRANT AGREEMENT.

PART I, LINE 3:

EXPENDITURES ARE DIRECT GRANTS TO SPECIFIC PROJECTS.

Department of the Treasury
Internal Revenue Service

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

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

Part I

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

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

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

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☒ Yes☐ No

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

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
POWERS, YOUNG & COMPANY - 5025 N. CENTRAL AVE.,	ADVISING ON CAPITAL CAMPAIGN		X	1,003,434.	126,000.	877,434.
Total				1,003,434.	126,000.	877,434.

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

 \overline{AZ}

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

Schedule G (Form 990 or 990-EZ) 2015

SEE PART IV FOR CONTINUATIONS

532081
09-14-15

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		RENDEZ ZOO	PARTY SAFARI	1	
		(event type)	(event type)	(total number)	
Revenue	1 Gross receipts	391,658.	37,055.	29,170.	457,883.
	2 Less: Contributions	241,111.	35,980.	29,170.	306,261.
	3 Gross income (line 1 minus line 2)	150,547.	1,075.		151,622.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes	51,287.	100.		51,387.
	6 Rent/facility costs				
	7 Food and beverages	75,642.	24,904.	2,373.	102,919.
	8 Entertainment	9,140.	4,337.	722.	14,199.
	9 Other direct expenses	171,738.	11,748.	6,439.	189,925.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				358,430.
	11 Net income summary. Subtract line 10 from line 3, column (d)				<206,808.>

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7 Direct expense summary. Add lines 2 through 5 in column (d)				
	8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities: _____

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

b If "No," explain: _____

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

b If "Yes," explain: _____

- 11** Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13** Indicate the percentage of gaming activity conducted in:
- | | | |
|--------------------------------------|------------|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |
- 14** Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b** If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c** If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions:

- a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b** Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

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

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

(I) NAME OF FUNDRAISER: POWERS, YOUNG & COMPANY

(I) ADDRESS OF FUNDRAISER: 5025 N. CENTRAL AVE., PHOENIX, AZ 85012

Part IV Supplemental Information *(continued)*

Public Copy

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

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

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

▶ Attach to Form 990.

▶ Information about Schedule I (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

**Open to Public
Inspection**

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?

☒ **Yes** ☐ **No**

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ASSOCIATION OF ZOOS & AQUARIUMS 8403 COLESVILLE RD., SUITE 710 SILVER SPRING, MD 20910	55-0526930	3	5,000.	0.			PRAIRIE DOG DUSTING SYLVATIC PLAGUE
HEALTH IN HARMONY, INC 107 SE WASHINGTON ST., #480 PORTLAND, OR 97214	20-3741107	3	5,000.	0.			ASRI KIDS
SAINT LOUIS ZOO FOUNDATION 1 GOVERNMENT DR ST LOUIS, MO 63110	43-1727309	3	7,930.	0.			GREVY'S ZEBRA/CARNIVORE CONSERVATION
DIAN FOSSEY GORILLA FUND 800 CHEROKEE AVE., S.E. ATLANTA, GA 30315	52-1118866	3	10,000.	0.			PREMIER GORILLA COUNCIL MEMBERSHIP
ZOO CONSERVATION OUTREACH 8403 COLESVILLE RD., SUITE 710 SILVER SPRING, MD 20910	75-2376327	3	5,000.	0.			GIANT ARMADILLOS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **5.**

3 Enter total number of other organizations listed in the line 1 table **0.**

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

Schedule I (Form 990) (2015)

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

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
PROJECT SCHOLARSHIPS	9	23,870.	0.		

Part IV **Supplemental Information.** Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

PART I, LINE 2:

AS PART OF THE RECIPIENTS ACCEPTANCE OF THE FUNDING FROM ACNC THEY AGREE TO
PROVIDE DETAILED REPORTS AT SET POINTS THROUGHOUT THE PROJECT BEING FUNDED
AS DEEMED NECESSARY, AND AT A MINIMUM AT THE CONCLUSION OF THE PROJECT.

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| <input type="checkbox"/> Compensation committee | <input checked="" type="checkbox"/> Written employment contract |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input checked="" type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

a Receive a severance payment or change-of-control payment?

b Participate in, or receive payment from, a supplemental nonqualified retirement plan?

c Participate in, or receive payment from, an equity-based compensation arrangement?

If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

a The organization?

b Any related organization?

If "Yes" to line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

a The organization?

b Any related organization?

If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

Yes No

1b		
2		
4a		X
4b	X	
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2015

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) NORBERTO CASTRO	(i)	306,936.	72,600.	0.	30,932.	17,267.	427,735.	0.
PRESIDENT/CEO	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) BONNIE MENDOZA	(i)	170,243.	34,075.	0.	13,675.	17,627.	235,620.	0.
EVP/CFO	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) GARY WEST	(i)	155,217.	30,375.	0.	3,812.	17,078.	206,482.	0.
EVP ANIMAL HEALTH & COLLEC	(ii)	0.	0.	0.	0.	0.	0.	0.
(4) RUTH ALLARD	(i)	131,905.	27,000.	0.	3,304.	17,409.	179,618.	0.
EVP CONSERVATION & EDUCATI	(ii)	0.	0.	0.	0.	0.	0.	0.
(5) LORRAINE FRIAS	(i)	118,312.	24,000.	0.	8,485.	17,309.	168,106.	0.
VP OF DEVELOPMENT	(ii)	0.	0.	0.	0.	0.	0.	0.
(6) WILLIAM COOPER	(i)	121,432.	24,750.	0.	3,027.	16,883.	166,092.	0.
VP FACILITIES OP & CONSTRU	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

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

PART I, LINE 3:

EACH YEAR, THE ACNC EXECUTIVE COMMITTEE OF THE BOARD WILL OBTAIN RESEARCH AND INFORMATION TO MAKE A RECOMMENDATION TO THE ENTIRE ACNC BOARD OF TRUSTEES FOR THE COMPENSATION OF THE PRESIDENT/CEO. THE COMMITTEE WILL SECURE DATA FROM AT LEAST FOUR SOURCES FROM AT LEAST TWO OF THE FOLLOWING: SALARY AND BENEFIT COMPENSATION STUDIES BY INDEPENDENT SOURCES; WRITTEN JOB OFFERS FOR POSITIONS AT SIMILAR ORGANIZATIONS; DOCUMENTED TELEPHONE CALLS ABOUT SIMILAR POSITIONS, AND INFORMATION OBTAINED FROM THE IRS FORM 990 FILINGS OF SIMILAR ORGANIZATIONS. TO APPROVE THE COMPENSATION PACKAGE, THE COMMITTEE MUST DOCUMENT HOW IT REACHED ITS DECISIONS, INCLUDING THE DATA ON WHICH IT RELIED, IN MINUTES OF THE MEETING DURING WHICH THE COMPENSATION WAS APPROVED. ONCE APPROVED BY THE COMMITTEE, THE PACKAGE WILL BE PRESENTED TO THE FULL ACNC BOARD OF TRUSTEES FOR DOCUMENTED VOTE AND APPROVAL.

PART I, LINE 4B:

THE CEO, EVPS AND VPS OF ACNC PARTICIPATE IN 457(B)AND/OR 457(F) SUPPLEMENTAL NONQUALIFIED RETIREMENT PLANS. ACNC CONTRIBUTED \$30,000 AND

Part III Supplemental Information

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

\$7,000, RESPECTIVELY, IN THE FISCAL YEAR.

Public Copy

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.**

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

▶ **Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.**

OMB No. 1545-0047

Open To Public Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number	86-0174843
--------------------------------	------------

Part I	Excess Benefit Transactions (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).
---------------	---

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

[illegible]

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 ▶ \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization \$

Part II	Loans to and/or From Interested Persons.
----------------	---

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

[illegible]

Total		\$
-------	--	----

Part III	Grants or Assistance Benefiting Interested Persons.
-----------------	--

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

[illegible]

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
HARRY PAPP	BOARD TRUSTEE AND V	1,489,475.	TRUSTEE SER		X
HARRY PAPP	BOARD TRUSTEE AND V	102.	DONATED STO		X

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions).

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: HARRY PAPP

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

BOARD TRUSTEE AND VICE CHAIR OF FINANCIAL DEVELOPMENT

(D) DESCRIPTION OF TRANSACTION: TRUSTEE SERVES AS THE CHAIRMAN OF THE

BOARD OF BLUE CROSS BLUE SHIELD OF ARIZONA WHO SERVES AS THE INSURANCE
 PROVIDER FOR ACNC. THE AMOUNT REPRESENTS AMOUNTS PAID TO BCBS DURING FY
 '16.

(A) NAME OF PERSON: HARRY PAPP

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

BOARD TRUSTEE AND VICE CHAIR OF FINANCIAL DEVELOPMENT

(D) DESCRIPTION OF TRANSACTION: DONATED STOCK RECEIVED BY THE

ORGANIZATION IS SOLD BY THE TRUSTEE'S INVESTMENT MANAGEMENT COMPANY. THE
 AMOUNT REPRESENTS A COMMISSION FEE.

**SCHEDULE M
(Form 990)**

Department of the Treasury
Internal Revenue Service

Noncash Contributions

OMB No. 1545-0047

2015

Open To Public
Inspection

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990.

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (FOOD AND BEVE)	X	30	70,416.FMV	
26 Other ▶ (DONATED AUCTI)	X	128	51,387.FMV	
27 Other ▶ (FOOD AND BEVE)	X	7	41,750.FMV	
28 Other ▶ (OTHER ASSETS)	X	5	25,810.FMV	

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

29

30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?

b If "Yes," describe the arrangement in Part II.

31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?

32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?

b If "Yes," describe in Part II.

33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.

	Yes	No
30a		X
31	X	
32a	X	
33		

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

Schedule M (Form 990) (2015)

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

PART I, OTHER TYPES OF PROPERTY:**EVENT SUPPLIES**

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 14

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 11940.

(D) METHOD OF DETERMINING REVENUE: FMV

MISCELLANEOUS SUPPLIES

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 9

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 10098.

(D) METHOD OF DETERMINING REVENUE: FMV

SEED PACKETS

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 1

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 10000.

(D) METHOD OF DETERMINING REVENUE: FMV

SHADE STRUCTURE

(A) CHECK IF APPLICABLE = X

(B) NUMBER OF CONTRIBUTIONS = 1

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 6300.

(D) METHOD OF DETERMINING REVENUE: FMV

COSTUMES

(A) CHECK IF APPLICABLE = X

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

(B) NUMBER OF CONTRIBUTIONS = 3

(C) REVENUE REPORTED ON FORM 990, PART VIII \$ 4117.

(D) METHOD OF DETERMINING REVENUE: FMV

SCHEDULE M, PART I, COLUMN (B):

THE NUMBER OF CONTRIBUTIONS REPRESENTS THE NUMBER OF DONORS. THOSE WHO GAVE MULTIPLE ITEMS, OR ON MULTIPLE DATES WERE ONLY COUNTED ONCE PER TYPE OF IN-KIND CONTRIBUTION.

SCHEDULE M, LINE 32B:

ACNC HAS HIRED A BROKER TO MARKET LAND THAT WAS DONATED.

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number
86-0174843

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

AND THEIR HABITATS WHILE PROVIDING EXPERIENCES THAT INSPIRE PEOPLE AND
MOTIVATE THEM TO CARE FOR THE NATURAL WORLD.

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

DURING THE YEAR, THE ORGANIZATION ASSUMED A FIVE-YEAR MANAGEMENT
AGREEMENT WITH THE CITY OF PHOENIX TO OPERATE THE SOUTH MOUNTAIN
ENVIRONMENTAL EDUCATION CENTER (SMEEC), WITHIN SOUTH MOUNTAIN PARK
PRESERVE. SMEEC INCLUDES A VISITOR CENTER WITH INTERPRETIVE EXHIBITS,
CLASSROOM AND EVENT SPACE ALLOWING FOR NATURE INTERPRETIVE TALKS,
COMMUNITY PROGRAMS AND GATHERINGS.

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

WITH A FOCUS ON EXPERIENTIAL LEARNING, THE ZOO AND SMEEC ALSO CONDUCT A
VARIETY OF EDUCATIONAL ACTIVITIES WITH CHILDREN AS THEIR PRIMARY
AUDIENCE TO EMPHASIZE CARING RELATIONSHIPS, PERSONAL RESPONSIBILITY,
AND ACTION TO CONSERVE ANIMALS AND NATURE IN GENERAL.

FORM 990, PART VI, SECTION A, LINE 4:

THE ORGANIZATION'S GOVERNING DOCUMENTS WERE CHANGED TO UPDATE NAMING OF
MEMBERSHIP LEVELS, TO INCLUDE THE IMMEDIATE PAST BOARD CHAIR TO THE
EXECUTIVE COMMITTEE OF THE BOARD AND TO ADD TRUSTEE EMERITUS STATUS TO THE
BOARD.

FORM 990, PART VI, SECTION A, LINE 6:

THE ORGANIZATION SHALL HAVE VARIOUS CLASSES OF MEMBERSHIP COMPRISED OF

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.
532211
09-02-15

Schedule O (Form 990 or 990-EZ) (2015)

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

INDIVIDUALS AND ORGANIZATIONS ("MEMBERS") WHO SUBSCRIBE TO THE PURPOSES AND BASIC POLICIES OF ACNC AND WHOSE ADMISSION WILL CONTRIBUTE TO THE CORPORATION'S ABILITY TO CARRY OUT ITS CHARITABLE AND EDUCATIONAL PURPOSES. PERSONS SHALL BE ELIGIBLE FOR MEMBERSHIP UPON APPROVAL OF THEIR MEMBERSHIP APPLICATIONS BY THE BOARD OF TRUSTEES AND UPON TIMELY PAYMENT OF SUCH DUES AND FEES AS THE BOARD OF TRUSTEES MAY FIX FROM TIME TO TIME.

FORM 990, PART VI, SECTION A, LINE 7A:

MEMBERS IN THE SUPPORTING MEMBERSHIP LEVELS, AS DEFINED BY THE BOARD, SHALL HAVE THE RIGHT TO VOTE ON THE ELECTION OF TRUSTEES.

FORM 990, PART VI, SECTION A, LINE 7B:

MEMBERS IN THE SUPPORTING MEMBERSHIP LEVELS, AS DEFINED BY THE BOARD, SHALL HAVE THE RIGHT TO VOTE ON THE DISPOSITION OF ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF ACNC, ANY MERGER WITH ANOTHER ORGANIZATION AND THE PRINCIPAL TERMS OF SUCH A TRANSACTION AND AMENDMENT OF THOSE TERMS, ANY ELECTION TO DISSOLVE THE CORPORATION, THE AMENDMENT OF THE ACNC ARTICLES OF INCORPORATION OR BYLAWS, AND SUCH OTHER MATTERS AS ARE SET FORTH IN THE BYLAWS.

FORM 990, PART VI, SECTION B, LINE 11:

THE FORM 990 WILL BE REVIEWED BY THE FINANCE COMMITTEE AT A SPECIAL MEETING, PRIOR TO FILING. ALSO, THE FORM 990 WILL BE PROVIDED TO THE ENTIRE BOARD OF TRUSTEES PRIOR TO FILING.

FORM 990, PART VI, SECTION B, LINE 12C:

THE ORGANIZATION HAS A WRITTEN CONFLICT OF INTEREST POLICY WHICH REQUIRES BOARD MEMBERS AND EMPLOYEES TO INFORM THE BOARD OF TRUSTEES OF ANY

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

POTENTIAL CONFLICT OF INTEREST BEFORE TRANSACTIONS ARE PERFORMED. BOARD MEMBERS ARE ALSO REQUIRED TO SIGN A CONFLICT OF INTEREST FORM ANNUALLY TO DISCLOSE ANY POTENTIAL OF CONFLICTS OF INTEREST.

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

LINE 15A: SEE SCHEDULE J PART III SUPPLEMENTAL INFORMATION

LINE 15B: THE HUMAN RESOURCE DEPARTMENT PERFORMS A THOROUGH MARKET COMPARISON OF ALL POSITIONS AT LEAST EVERY TWO YEARS, COMPARING A MINIMUM OF THREE COMPARABLE WAGES, CONSIDERING JOB RESPONSIBILITIES, AS WELL AS REGIONAL COST OF LIVING ANALYSIS.

FORM 990, PART VI, SECTION C, LINE 19:

THE ACNC'S FORMS 990, AUDITED FINANCIAL STATEMENTS AND ANNUAL REPORTS ARE ACCESSIBLE ON THE ORGANIZATION'S WEBSITE AT PHOENIXZOO.ORG. THE ACNC'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY ARE GENERALLY MADE AVAILABLE TO THE PUBLIC UPON REQUEST.

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

CHANGE IN FAIR VALUE OF SPLIT INTEREST AGREEMENT	-340,098.
UNCOLLECTIBLE PROMISES TO GIVE	-358,646.
TOTAL TO FORM 990, PART XI, LINE 9	-698,744.

FORM 990, PART XII, LINE 2C:

THE PROCESS HAS NOT CHANGED FROM THE PRIOR YEAR.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.

▶ Attach to Form 990.

▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2015

Open to Public
Inspection

Name of the organization

ARIZONA CENTER FOR NATURE CONSERVATION

Employer identification number

86-0174843

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

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
PHOENIX ZOO HOLDINGS, LLC 455 N. GALVIN PKWY. PHOENIX, AZ 85008	TO FACILITATE THE ACCEPTANCE AND EVENTUAL SALE OF DONATED REAL	ARIZONA	0.	555,000.	ARIZONA CENTER FOR NATURE CONSERVATION

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
PHOENIX ZOO AUXILIARY - 20-1917394 455 N. GALVIN PKWY PHOENIX, AZ 85008	SUPPORT ACNC	ARIZONA	501(C)(3)	509(A)(3); LINE 11C,	N/A		X

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

Schedule R (Form 990) 2015

SEE PART VII FOR CONTINUATIONS

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

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

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.**Note.** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

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

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

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

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

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

[illegible]

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).

PART I, IDENTIFICATION OF DISREGARDED ENTITIES:

NAME OF DISREGARDED ENTITY:

PHOENIX ZOO HOLDINGS, LLC

PRIMARY ACTIVITY: TO FACILITATE THE ACCEPTANCE AND EVENTUAL SALE OF
DONATED REAL ESTATE.

Public Copy



AMENDED AND RESTATED BYLAWS

OF

ARIZONA CENTER FOR NATURE CONSERVATION

(Approved by ACNC Board on February 15, 2011)

Revised and approved on September 18, 2012: Article 7, Section 5 and Article 11, Section 1

Revised and approved on June 17, 2014: Article 1

Revised and approved on November 17, 2015: Article 7, Section 2

Revised and approved on April 19, 2016: Article 6, Section 4; Article 7, Section 5

Revised and approved on June 21, 2016: Article 6, Section 4; Article 7, Section 5, Section 7; Article 9, Section 3; Article 10, Section 2

ARTICLE 1: NAME

The name of this corporation was changed by Board approval at the June 17, 2014 Board meeting from Arizona Zoological Society ("AZS") to Arizona Center for Nature Conservation ("ACNC") to better represent the conservation work of the corporation. It may be termed as "Corporation" in this document.

nature and improving the quality of life throughout the region. The work of ACNC is managed by its President/CEO who reports to its Board of Trustees. As an important and visible part of its work, the ACNC operates the Phoenix Zoo (the "Zoo") as a nature-centered recreational, educational and conservation-focused destination engaged in hosting experiences designed to engender affection for and appreciation of nature.

ARTICLE 2: PURPOSES

This Corporation was formed for charitable purposes, to carry on charitable, scientific, and educational work with special emphasis on activating, establishing and maintaining a zoological park in central Arizona, as stated in Article IV of the Corporation's Articles of Incorporation. In addition, ACNC acts to convene the community to promote public policy and individual action resulting in the conservation of

ACNC also shall perform all things incidental to, or appropriate in, the achievement of the foregoing specific and primary purposes, including fundraising programs in support of its mission and building and sustaining its property and physical facilities. However, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary charitable and educational purposes.

This Corporation shall hold and may exercise all such powers as may be conferred upon a nonprofit corporation by the laws of the State of Arizona and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the Corporation, provided, however, that in no event shall the Corporation engage in activities which are not permitted to be carried on by a corporation that is exempt under Section 501(c) (3) of the Internal Revenue Code.

ARTICLE 3: PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located in central Arizona. The Board of Trustees may at any time, or from time to time, change the location of the principal office from one location to another within Maricopa County.

The Board of Trustees may at any time establish branch offices at any place where the Corporation is qualified to do business.

ARTICLE 4: NONPARTISAN ACTIVITIES

The Corporation has been formed under the General Nonprofit Corporation Law of the State of Arizona (the "Law") for the charitable and educational purposes described above, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the Corporation shall consist of the publication or dissemination of materials for the purpose of attempting to influence legislation, and the Corporation shall not participate in or

intervene in any political campaign on behalf of, or in opposition to, any candidate for public office. However, advocating positions on public policy issues relevant to the ACNC mission may be permitted in the discretion of the Board of Trustees.

ARTICLE 5: DEDICATION OF ASSETS

The properties of ACNC are irrevocably dedicated to its charitable and educational purposes. No part of the net earnings, properties, or assets of this Corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any Member, Trustee or Officer of this Corporation. On liquidation or dissolution, all remaining properties of the Corporation shall be distributed and paid over to a tax-exempt purpose, consistent with the purpose of ACNC.

ARTICLE 6: MEMBERSHIP

SECTION 1. Qualifications. ACNC shall have various classes of Membership comprised of individuals and organizations ("Members") who subscribe to the purposes and basic policies of ACNC and whose admission will contribute to the Corporation's ability to carry out its charitable and educational purposes. Persons shall be eligible for Membership upon approval of their Membership applications by the Board of Trustees and upon timely payment of such dues and fees as the Board of Trustees may fix from time to time. No person shall hold more than one Membership.

SECTION 2. Classes of Members.

The number and classes of Members, the dues payable thereby, the manner of appointment, and the qualifications and rights of the Members of each class, will be established by the Board of Trustees from time to time. The Trustees may amend the number and designation of the classes of Members, the dues payable thereby, the manner of appointment, and the qualifications and rights, other than voting rights, of the Members of each class, by the vote of a majority of a quorum of Trustees at any regular or special meeting of the Board of Trustees.

Upon receipt of a contribution in kind, the President/CEO of ACNC may designate the donor for Membership in a particular class of Membership. In addition, the Board of Trustees may grant Honorary Membership to persons who benefit the Zoo or assist ACNC in extraordinary ways.

SECTION 3. Founders Society. The Founders Society is a closed Membership category as of May 18, 1993. (This class no longer accepts new Members.) The Founders Society shall be continued as a Lifetime cumulative recognition category only for donors with the minimum recognition level starting at \$25,000. Membership in the Founders Society is by special proclamation by the Board.

Certain other closed Membership categories will be maintained for the current Members of such categories in the discretion of the Board of Trustees.

SECTION 4. Membership Privileges.

Members in the Supporting Membership levels, as defined by the Board, shall have the right to vote on the election of Trustees, the disposition of all or substantially all of the assets of ACNC, any merger with another organization and the principal terms of such a transaction and amendment of those terms, any election to dissolve the Corporation, the amendment of the ACNC Articles of Incorporation or Bylaws, and such other matters as are set forth in these Bylaws. A Member may designate in writing the name or position of the individual entitled to vote or exercise its rights by proxy and to receive notices on behalf of the Member. The Member may amend such designation at any time, and all such designations and amendments thereto shall be filed with the records of the Corporation. No Member shall be entitled to any dividend or any part of the income of the Corporation.

SECTION 5. Dues, Fees, and Assessments. Each Member must pay, within the time and on the conditions set by the Board, the dues, fees, and assessments in amounts to be fixed from time to time by the Board. Those Members who have timely paid the required dues, fees, and assessments, and who are not suspended, shall be Members in good standing.

SECTION 6. Termination of Membership. A Membership shall terminate on occurrence of any of the following events:

- (a) Resignation of the Member, upon written notice to the ACNC;
- (b) Expiration of the period of Membership, unless the Membership is renewed in a manner consistent with the renewal process established by the Board;
- (c) Failure of the Member to pay dues, fees, or assessments as set by the Board within thirty (30) days after they become due and payable;
- (d) Occurrence of any event that renders the Member ineligible for Membership, or failure to satisfy Membership qualifications; or
- (e) Expulsion of the Member based on the good faith determination by the Board, or a committee authorized by the Board to make such a determination, that the Member has failed in a material and serious degree to observe the rules of conduct of the Corporation, or has engaged in conduct materially and seriously prejudicial to the purposes and interests of the Corporation.

If the Board determines in good faith that a suspension of Membership is appropriate based upon the grounds stated in (d) or (e) above, it may elect to designate that a Member whose conduct or eligibility for Membership is in question be subject to a suspension of Membership privileges for a period of time to be designated by the Board. Such Member will be required to pay dues if there is a desire to maintain the Membership after the suspension period ends.

SECTION 7. Procedure for Expulsion or Suspension. If grounds appear to exist for expulsion or suspension of a Member, the procedure set forth below shall be followed:

- (a) The Member shall be given 15 days' prior written notice, by any method reasonably calculated to provide actual notice, of the proposed expulsion or suspension and the reasons therefore. Any notice given by mail shall be sent by first-class, registered, or certified mail to the Member's last address as shown on the Corporation's records.
- (b) The Member shall be given an opportunity to be heard, either orally or in writing, at least five days before the effective date of the proposed expulsion or suspension. A hearing, if requested, shall be held, or the

written statement considered, by the Board or by a committee authorized by the Board to determine whether the expulsion or suspension should take place.

- (c) The decision of the Board or committee shall be final.
- (d) Any legal action challenging an expulsion, suspension, or termination of the Membership, including a claim alleging defective notice, must be commenced within one year after the date of the expulsion, suspension, or termination.

SECTION 8. Transfer of Membership. No Membership or right arising from Membership shall be transferred without prior written request to and consent from the Membership office. All Membership rights cease on the Member's death or dissolution or termination of Membership.

SECTION 9. Place of Meeting. Meetings of the Members shall be held on the Zoo grounds or at any place within or outside the State of Arizona designated by the Board of Trustees.

SECTION 10. Regular Meeting. An annual meeting of Members shall be held on the second Tuesday of December of each year. The Board of

Trustees shall fix the date and time and notify Members. At this meeting, Trustees shall be elected and any other proper business may be transacted.

SECTION 11. Special Meetings. The Board of Trustees may call a special meeting of the Membership for any lawful purpose at any time, the Chairperson of the Board, or by a written petition of not less than ten percent (10%) of the total Members entitled to vote. A special meeting requested by persons other than Trustees entitled to call a meeting shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the Chairperson of the Board or the Secretary. No business, other than the business the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

SECTION 12. Notice of Meetings. Whenever Members are required or permitted to take action at a meeting, a written notice of the meeting shall be given at least fifteen (15) days, but no more than ninety (90) days, before the meeting date to each Member entitled to vote at that meeting. The notice shall be given either personally or by first-class, registered, or certified mail, or by other means of written communication, charges prepaid, and shall be addressed to each Member entitled to vote at the address of that Member then appearing on the books of ACNC. If no address appears on the ACNC books, notice shall be deemed to have been given if published at least once in a newspaper of general circulation in the County in which the Corporation's principal office

is located. An affidavit of the mailing or other means of giving any notice of any Members' meeting may be executed by the Secretary or any other Officer of ACNC giving the notice, and if so executed, shall be filed and maintained in the Corporation's minute book.

Notices shall specify the place, date, and hour of the meeting and (1) for a special meeting, the general nature of the business to be transacted; or (2) for a regular meeting, those matters which the Board, at the time notice is given, intends to present for action by the Members. Except for any limited agenda for a special meeting, any proper matter may be presented at the meeting. The notice of any meeting at which Trustees are to be elected shall include the names of all persons who are nominees when notice is given.

SECTION 13. Quorum. For any Membership meeting, a quorum of the voting Membership shall be equal to the number of Trustees necessary to constitute a quorum for the transaction of business at any meeting of the Board of Trustees of the ACNC plus the actual number of Members present at such Membership meeting. Every act or decision done or made by a majority of the voting Membership present at a meeting duly held at which a quorum is present shall be regarded as the act of the voting Membership.

SECTION 14. Voting. Members entitled to vote at any meeting of Members shall be those Members in good standing as of the record date determined by the Board of Trustees. At a meeting, voting may be by voice or

ballot, except that any election of Trustees must be by ballot if demanded by any Member at the meeting before the voting begins. Each Member entitled to vote shall be entitled to cast one vote on each matter submitted to a vote of the Members. Cumulative voting is prohibited. If a quorum is present, the affirmative vote of a majority of the voting power represented at the meeting entitled to vote and voting on any matter shall be the act of the Members. In any election of Trustees, the candidates receiving the highest number of votes are elected. Each Member shall have the right to vote for as many nominees as there are vacancies on the Board of Trustees to be filled by the Members.

SECTION 15. Action by Written Ballot Without a Meeting. Any action, including the election of Trustees, which may be taken at any meeting of Members, may be taken without a meeting and without prior notice by offering written ballots properly mailed or delivered in person or by reliable electronic means to the Members.

ACNC shall distribute one written ballot to each Member entitled to vote on the matter. All solicitations of votes by written ballot shall:

- (a) indicate the number of responses needed to meet the quorum requirement;
- (b) with respect to ballots other than for election of Trustees, state the percentage of approvals necessary to pass the measure or measures; and

- (c) provide a reasonable time within which to return the ballot to the ACNC office or to such independent location designated by the Board for tabulation of ballots.

Each ballot so distributed shall set forth the proposed action and provide the Members an opportunity to specify approval or disapproval of each proposal.

A written ballot may not be revoked. All written ballots shall be filed with the Secretary of the Corporation after tabulation and maintained in the official records of the Corporation.

SECTION 16. Proxies. Each Member entitled to vote shall have the right to do so either in person or by one or more agents authorized by a written proxy, signed by the Member and filed with the Secretary or Chair of ACNC. Any proxy covering matters for which a vote of the Members is required shall not be valid unless the proxy sets forth the general nature of the matter to be voted on or, with respect to an election of Trustees, the proxy lists those who have been nominated at the time the notice of the vote is given to the Members.

A validly executed proxy shall continue in full force and effect until revoked by the Member executing it before the vote is cast under that proxy: i) by a written notice delivered to the Corporation stating that the proxy is revoked; ii) by a subsequent proxy executed by that Member and presented to the meeting; or iii) as to any meeting, by that Member's

personal attendance and voting at the meeting. The maximum term of a proxy shall be three years from the date of execution.

SECTION 17. Election of Trustees.

The Board of Trustees shall appoint a Board Development Committee to select qualified candidates for election to the Board at least 120 days before the date of any election of Trustees. This Nominating Committee shall make its report at least 90 days before the date of the election, or at such other time as the Board of Trustees may set, and the Secretary shall forward to each Member, with the notice of meeting required by these Bylaws, a list of all candidates nominated by the Board Development Committee.

If there is a meeting of Members to elect Trustees, any Member present at the meeting in person or by proxy may place names in nomination.

The Board shall formulate procedures that allow a reasonable opportunity for each nominee for the Board of Trustees to communicate to Members the nominee's qualifications and the reasons for the nominee's candidacy, and provide a reasonable opportunity for the nominee to solicit votes.

ARTICLE 7: BOARD OF TRUSTEES

SECTION 1. Powers. The business and affairs of the Corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Trustees. The Board of Trustees may delegate the management

of the day-to-day operations of ACNC and the Zoo to a management company or committee, subject to the ultimate direction of the Board of Trustees.

SECTION 2. Number of Trustees.

The authorized number of elected Trustees of the Corporation shall not be less than three (3) nor more than thirty (30), until changed by amendment of the Articles of Incorporation or these Bylaws. The Board of Trustees shall fix the exact number of Trustees from time to time within these limits.

SECTION 3. Election and Term of Office of Trustees. Between meetings of the membership, Trustees shall be elected by the Board upon nomination by the Board Development Committee.

Terms shall be for a period of three years. However, the first term shall include the remainder of the current fiscal year, plus a full three years.

Except as provided below, no Trustee shall serve for more than three consecutive (3) three-year terms. Trustees serving as Board Chairperson Elect, Board Chairperson or Past Board Chairperson during a final year of a third consecutive full term may continue to serve as a Trustee for so long as they continue to hold any one of such offices.

A Trustee shall be eligible for re-election as a Trustee after leaving the Board following his or her term for a one (1) year absence from the Board of Trustees.

All Trustees must be members in good standing of ACNC at a minimum membership level to be established by

the Board of Trustees and must meet any other announced qualifications established by the Board of Trustees.

SECTION 4. Resignation. Except as provided in this paragraph, any Trustee may resign effective upon giving written notice to the Chairperson of the Board, the Secretary, or the Board of Trustees, unless the notice specifies a later time for the effectiveness of the resignation. If the resignation is effective at a future time, a successor may be designated to take office when the resignation becomes effective. No Trustee may resign if ACNC would then be left without a duly elected Trustee in charge of its affairs.

Trustees are subject to removal for cause only by a vote of the Members, however active participation in Board matters may be suspended pending such a vote of the Members upon the approval of all Trustees other than the Trustee or Trustees to be suspended at a regularly scheduled Board meeting. Except for a vacancy created by the removal of a Trustee by the Members, vacancies on the Board may be filled by vote of a majority of the Trustees then in office, whether or not the number of Trustees then in office is less than a quorum, or by vote of a sole remaining Trustee. The Members may fill any vacancy not filled by the Trustees. Prior to the removal of any Trustee, the Trustee to be removed shall have been notified in writing that such action would be considered at the meeting at which removal is voted.

No reduction of the authorized number of Trustees shall have the effect of removing any Trustee before that Trustee's term of office expires.

SECTION 5. Trustee Emeritus Status.

This privilege is earned for exceptional and exemplary years of service. A person may be elected a Trustee Emeriti/ae after: serving the ACNC with distinction; having held an important leadership role, and made or continues to make significant contributions; engaging in major volunteer or advocacy activities during his or her service on the Board; completing the term(s) for which he or she was appointed; and, continues to be active in ACNC activities, such as events, volunteerism, fundraising, government relations, networking, etc. The Board will consider potential candidates based on recommendations by the Board Development and Executive Committees. This position is renewed annually by Board vote.

SECTION 6. Meetings. The Board of Trustees shall meet at the next regularly scheduled meeting after each June (end of the fiscal year) regular meeting of Members for purposes of organization of the Board including election of Officers, appointment of committee chairs, and transaction of other business. Other regular meetings of the Board of Trustees shall be held at such times as are fixed by the Board of Trustees. Such regular meetings may be held without notice. Until changed by the Board, regular meetings are the third Tuesday, five times per year, in February, April, June, September and November.

Meetings shall be held at any place designated by resolution of the Board, or, if not designated, at the principal office of ACNC. Any meeting may be held by conference telephone as long as all Trustees participating in the meeting can communicate with one another. All

such Trustees shall be deemed to be present in person at such meeting.

Meetings of the Board for any purpose may be called at any time by the Chair of the Board, or, if the Chair is absent or unable or refuses to act, by the President/CEO of ACNC, a Vice Chair, the Secretary, or any three (3) Trustees. Notice of the date, time and place of meetings shall be delivered personally to each Trustee or communicated to each Trustee by telephone, facsimile, or electronic mail at least five (5) days before the date of the meeting. Notice of a meeting need not be given to any Trustee who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such Trustee. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

SECTION 7. Voting at Meetings:

Quorum. Presence of a majority of the Trustees then in office at a meeting of the Board of Trustees constitutes a quorum for the transaction of business. Every act done or decision made by a majority of the Trustees present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Trustees, unless a greater number, or the same number after disqualifying one or more Trustees from voting, is required by the Articles of Incorporation or these Bylaws. Trustees may not vote by proxy. Trustee

Emeritus is a non-voting member of the Board of Trustees and not counted in a quorum.

SECTION 8. Adjourned Meeting and Notice.

A majority of the Trustees present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Trustees who were not present at the time of the adjournment.

SECTION 9. Action Without a Meeting.

The Board of Trustees may take any required or permitted action without a meeting, if all Trustees individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of the Trustees.

SECTION 10. Fees and Compensation.

Trustees and members of Committees may not receive any compensation for their services as such, but may receive reasonable reimbursement of expenses incurred in the performance of their duties.

ARTICLE 8: STANDARD OF CARE

SECTION 1. General. A Trustee shall perform the duties of a Trustee, including duties as a member of any Committee of the Board on which the

Trustee may serve, in good faith, in a manner such Trustee believes to be in the best interest of this Corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

Except for unauthorized self-dealing, a person who performs the duties of a Trustee in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as a Trustee, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a public or charitable purpose to which ACNC, or its property, is dedicated.

SECTION 2. Loans. This Corporation shall not make any loan of money or property to, or guarantee the obligation of, any Trustee or Officer; provided, however, that ACNC may advance money to a Trustee or Officer of this Corporation or any subsidiary for expenses reasonably anticipated to be incurred in performance of the duties of such Officer or Trustee so long as such individual would be entitled to be reimbursed for such expenses absent that advance.

SECTION 3. Self-Dealing Transactions.

A self-dealing transaction is one to which ACNC is a party and in which one or more of the Trustees has a material financial interest or a transaction between this Corporation and any person (other than a nonprofit Corporation, tax exempt under Internal Revenue Code Section 501 (c) (3)) in which one or more of the Trustees

is a Trustee or between ACNC and any person in which one or more of its Trustees has a material financial interest. A Trustee shall not engage in any self-dealing transaction while serving as a Trustee for ACNC. A Trustee shall not be deemed to have a "material financial interest" in a contract or transaction that implements a charitable program of ACNC solely because the contract or transaction results in a benefit to a Trustee or his or her family by virtue of their Membership in the class of persons intended to be benefited by the ACNC program, as long as the contract or transaction is approved or authorized by the ACNC Board of Trustees acting in good faith and without unjustified favoritism.

All Trustees shall comply with the policies of the Board of Trustees regarding conflicts of interest and shall provide an annual written statement disclosing any existing or anticipated conflicts at the time specified and in the form adopted by the Board of Trustees from time to time.

SECTION 4. Indemnification. To the fullest extent permitted by law, ACNC shall indemnify and defend its Trustees, Officers, employees, agents and volunteers, and including persons formerly occupying any such position, and their heirs, executors, and administrators, against all expenses (including attorneys' fees and disbursements), judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any action, suit, or proceeding, by reason of the fact that the person is or was a Trustee, Officer, employee, agent, or volunteer of ACNC.

ACNC shall have power to purchase and maintain insurance on behalf of its Trustees, Officers, employees, agents and volunteers, against any liability asserted against or incurred by such person in such capacity or arising out of the person's status as such, and to give other indemnification that the Board elects to provide.

ARTICLE 9: COMMITTEES

SECTION 1. Committees of Trustees.

The Board of Trustees may, by resolution adopted by a majority to the Trustees then in office, provided that a quorum is present, designate one or more Committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these Bylaws. Each such Committee shall consist of two (2) or more Trustees, to serve at the pleasure of the Board. The Board will determine the length and consecutive number of terms to be served by each Committee member. The Board Chairperson, as well as the President/CEO of ACNC, shall be advisory members of each Committee and Subcommittee, all of whom shall be permitted to attend all Committee meetings in an advisory capacity, but shall have no power to vote on matters before the Committees or Subcommittees. The appointment of members of a Committee requires the vote of a majority of the Trustees then in attendance, provided that a quorum is present. The Board Chairperson, with the approval of the Board of Trustees, may also appoint other Committees as may seem necessary or desirable. The Board of Trustees may also designate

one or more advisory Committees that do not have the authority of the Board. However, no Committee, regardless of Board resolution, may:

- (a) Approve any action that, under the Law or the Articles of Incorporation or these Bylaws, also requires approval of the Members or approval of a majority of all Members.
- (b) Fill vacancies on, or remove Trustees or members of any Committee that has the authority of the Board.
- (c) Fix compensation of the Trustees for serving on the Board or on any Committee.
- (d) Amend or repeal the Articles of Incorporation or Bylaws or adopt new bylaws.
- (e) Amend or repeal any resolution of the Board of Trustees that by its express terms is not so amendable or repealable.
- (f) Appoint any other Committees of the Board of Trustees or their members.
- (g) Approve a plan of merger; consolidation; voluntary dissolution; bankruptcy or reorganization; or for the sale, lease, or exchange of

all or substantially all of the property of the Corporation other than in the usual and regular course of its business; or revoke any such plan.

No Committee shall bind the Corporation in a contract or agreement or expend corporate funds, unless authorized to do so by the Board of Trustees.

SECTION 2. Meetings and Actions of Committees. Meetings and actions of all Committees shall be governed by, held, and taken in accordance with the provisions of Article 7 of these Bylaws, concerning meetings and actions of Trustees, with such changes in the context of those Bylaws as are necessary to substitute the Committee and its members for the Board of Trustees and its members, except that the time for regular meetings of Committees may be determined either by resolution of the Board of Trustees or by resolution of the Committee. Special meetings of Committees may also be called by resolution of the Board of Trustees. Minutes shall be kept of each meeting of any Committee and shall be filed with the Corporation's records. The Board of Trustees may adopt rules not inconsistent with the provisions of these Bylaws for the governance of any Committee.

SECTION 3. Executive Committee. Pursuant to Article 9, Section 1, the Board may appoint an Executive Committee composed of the Chair of the Board, the immediate Past Board Chair, the Vice Chair for Finance, the Vice

Chair for Board Development, the Vice Chair for Financial Development and the Vice Chair for Outcomes Policy. The President/CEO of ACNC shall be staff officer of the Executive Committee and shall be permitted to attend Executive Committee meetings in a staffing capacity, but shall have no power to vote. On issues that are “time sensitive” — defined as requiring action before the next regular meeting of the board, the Executive Committee, unless limited in a resolution of the Board, shall have and may exercise all the authority of the Board in the management of the business and affairs of the Corporation between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board in reference to those matters enumerated in Article 9, Section 1. All actions taken under the authority of this section will be noticed to the Board of Trustees within five (5) working days from the date of the action.

The Executive Committee shall set the agenda for meetings of the board of Trustees, establish a calendar of meetings of the board, at least annually review the performance of the President/CEO, set executive compensation, prepare long range plans for consideration by the board, recommend to the board a search committee and criteria to fill vacancies in the position of President/CEO, and annually conduct an evaluation of the board’s performance.

The Executive Committee is chaired by the Chair of the Board.

SECTION 4. Board Development Committee.

The Board Development Committee recommends to the Board criteria for board membership. It identifies, enlists and orients Trustees. It evaluates the performance of each Trustee and recommends additional terms as desirable.

Periodically, the Committee conducts briefings to the full Board on subjects concerning governance of nonprofit organizations. In consultation with the Board Chair, and on approval of the Board, it assigns Trustees to each of the standing committees.

Annually, it proposes to the board a slate of candidates for the positions of Board Chair, Vice Chair for Finance, Vice Chair for Board Development, Vice Chair for Financial Development and Vice Chair for Outcomes Policy and well as any officers of the corporation.

The Board Development Committee shall also prepare a three-year succession plan for the position of Board Chair and other key board positions.

The Board Development Committee shall be chaired by the Vice Chair for Board Development.

SECTION 5. Finance and Audit Committee.

The Finance and Audit Committee’s role is to oversee the financial affairs of ACNC and the Zoo and review and make recommendations to the Board about the financial affairs and policies of ACNC and the Zoo. The Committee’s role is to protect the programs and resources (including people and living specimens) served by

the Zoo against unnecessary risks. The Committee shall consist of, at least three Trustees and shall be chaired by the Vice Chair for Finance.

SECTION 6. Financial Development

Committee The duty of preparing an annual giving plan, enlisting fundraising leadership and monitoring and evaluating the financial development program falls to the Financial Development Committee.

The Committee is chaired by the Vice Chair for Financial Development.

SECTION 7. Outcomes Policy

Committee. Outcome policies describe the Board's expectations about 1) the benefit or difference the Corporation is to create, 2) the intended audience or target group the Corporation intends to affect and 3) the relative cost or benefit. Outcome policies describe and compel organizational achievement and are instructive to the CEO.

The Outcomes Policy Committee is to formulate and recommend to the board a statement of "outcomes" no less than annually.

The Vice Chair for Outcomes Policy chairs the committee.

ARTICLE 10: OFFICERS

SECTION 1. Officers. The Officers of the Corporation shall consist of a Chairperson, President/CEO of ACNC, Secretary and Treasurer, and such other Officers as the Board may designate from time to time, as deemed necessary or desirable for the operation of ACNC. The same person may hold any number of offices, except that neither the

Secretary nor the Treasurer may serve concurrently as the Chairperson of the Board or the President/CEO of ACNC/Zoo. In addition to the duties specified in this Article 10, Officers shall perform all other duties customarily incident to their offices and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, subject to control of the Board of Trustees, and shall perform such additional duties as the Board of Trustees shall assign from time to time.

The Officers shall be chosen by the Board no later than the first meeting of the fiscal year and shall serve at the pleasure of the Board, for a term specified at the time of the appointment and subject to the rights, if any, of any Officer under any contract of employment.

Without prejudice to any rights of an Officer under any contract of employment, any Officer may be removed with or without cause by the Board. Any Officer may resign at any time by giving written notice to the Board of Trustees, the Chair of the Board, the President/CEO of ACNC, or the Secretary of ACNC, without prejudice, however, to the rights, if any, of the Corporation under any contract to which such Officer is a party. Any resignation shall take effect on the date of the receipt of such notice or at any later time specified in the resignation; and, unless otherwise specified in the resignation, the acceptance of the resignation shall not be necessary to make it effective. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled as soon as practicable and in the manner prescribed

in these Bylaws for regular appointments to that office. The compensation, if any, of the Officers shall be fixed or determined by resolution of the Board of Trustees.

SECTION 2. Chair of the Board. The Chair of the Board shall, when present, preside at all meetings of the Members, the Board of Trustees and Executive Committee. The Chair shall have the power to call both regular and special meetings of the Board. The Chair shall exercise and perform such other powers and duties as may be, from time to time, assigned by the Board of Trustees or prescribed by the Bylaws. The Chair is authorized to execute in the name of the Corporation any contracts and other documents authorized, either generally or specifically, by the Board to be executed by the Corporation except when by law the signature of the President/CEO of the Corporation is required.

The immediate Past Chair of the Board will continue on the Executive Committee as a voting member for the purpose of providing guidance and continuity after his/her term is completed. If necessary, his/her term as a voting member of the Board of Trustees will be extended during the period he/she is the immediate Past Chair of the Board.

The Vice Chair for Financial Development shall, in the absence or disability of the Board Chair, or in the event of his or her inability or refusal to act, perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair.

SECTION 3. President/CEO, ACNC.

Subject to the control, advice and consent of the Board of Trustees, the President/CEO of ACNC shall, in general supervise, direct, and conduct the activities and operations of the Arizona Center for Nature Conservation including those related directly to the activities and operations of the Zoo.

The President/CEO of ACNC shall keep the Board of Trustees fully informed and shall freely consult with them concerning the activities of ACNC and the Zoo related to acts to convene the community to promote public policy and actions that result in the conservation of nature improving the quality of life throughout the region, shall be empowered to act, speak for, and otherwise represent the Zoo between meetings of the Board on matters related to the Zoo and shall see that all policies and resolutions of the Board are carried into effect.

Where appropriate, the Board of Trustees shall place the President/CEO of ACNC under a contract of employment.

The President/CEO of ACNC shall be empowered to act, speak for, or otherwise represent ACNC between meetings of the Board on matters related to ACNC conservation and public policy activities.

The President/CEO of ACNC shall be responsible for the hiring and firing of all Zoo personnel, and shall be responsible for keeping the Board informed at all times of Zoo staff

performance and for implementing any personnel policies adopted by the Board. In addition, the President/CEO of ACNC shall be responsible for the hiring and firing of all ACNC personnel other than those dedicated exclusively to the Zoo, and shall be responsible for keeping the Board informed at all times of staff performance and for implementing any personnel policies adopted by the Board.

The President/CEO of ACNC is authorized to contract, receive, deposit, disburse and account for funds of the Corporation; to execute in the name of the Corporation all contracts and other documents authorized either generally or specifically by the Board to be executed by the Corporation related to ACNC conservation and public policy activities and related to Zoo operations and maintenance, subject only to Limits on CEO Authority adopted by the Board; and to negotiate all material business transactions of the Corporation regarding such matters.

SECTION 4. Secretary. The Secretary, or his or her designee, shall be custodian of all records and documents of the Corporation which are to be kept at the principal office of the Corporation, shall act as Secretary of all the meetings of the Board of Trustees and the Members, and shall keep the minutes of all such meetings in books proposed for that purpose. He or she shall attend to the giving and serving of all notices of the Corporation, and shall see that the seal of the Corporation, if a seal is maintained, is affixed to all documents, the execution of which on behalf of the Corporation is duly authorized in accordance with the provisions of these Bylaws. The Secretary shall periodically

review the Articles of Incorporation and the Bylaws, and shall have such other powers and perform such other duties as may be prescribed by the Board of Trustees or these Bylaws.

SECTION 5. Treasurer. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transaction of the Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earning, and other matters customarily included in financial statements.

The Treasurer shall deposit or cause to be deposited all moneys and other valuables in the name and to the credit of the Corporation with such depositories as may be designated by the Board of Trustees. The Treasurer shall disburse or cause to be disbursed the funds of the Corporation as may be ordered by the Board of Trustees within the limits of the annual budget as approved by the Board of Trustees without the necessity of further authorization, subject to further resolutions of the Board. The Treasurer shall render or cause to be rendered to the Chairperson, President/CEO of ACNC, and the Trustees, whenever they request it, an account of all of the Treasurer's transactions as Treasurer and of the financial condition of the Corporation.

The Treasurer shall be responsible or delegate responsibility for the bonding of all employees entrusted with funds and for securing adequate insurance coverage to protect the Corporation against loss, burglary, and

indemnification of the Trustees as provided in Article 8, Section 4. If required by the Board of Trustees, the Treasurer shall give or cause to be given the Corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the Treasurer's office and for restoration to the Corporation of all its books, papers, vouchers, money and other property of every kind in the Treasurer's possession or under the Treasurer's control on the Treasurer's death, resignation, retirement, or removal from office. The Corporation shall pay the cost of such bond.

ARTICLE 11: SUPPORTING ORGANIZATIONS

SECTION 1. Definition. As referred to in these Bylaws, the term "supporting organizations" shall mean The Phoenix Zoo Auxiliary, the Wildest Club in Town, and any other group so designated by the Board of Trustees so long as such groups remain organized and active in support of the Zoo, or any other organization performing services in support of the operations and programs of the Zoo.

SECTION 2. Requirements. All Members of the supporting organization shall be required to be Members of ACNC. All supporting organizations will submit to the Chief Financial Officer of ACNC annual budgets and quarterly financial reports that reflect all monies raised and expended on an accumulated basis. All supporting organizations will submit to the Secretary of ACNC and the President/CEO of ACNC a copy of

bylaws and any proposed amendments to their bylaws seven (7) days in advance of their adoption by the supporting organization.

The Treasurer of ACNC, or Treasurer's designee, shall be an authorized signer on all supporting organization bank accounts and investment accounts. Net earnings in excess of each organization's annual operating budget are to be transferred to ACNC on a timely basis and at a minimum prior to the end of each fiscal year.

SECTION 3. Authority. The supporting organizations shall have the authority to adopt their own bylaws, subject to the provision that they shall not conflict or violate the Law and the Corporation's Articles of Incorporation or Bylaws. The supporting organizations shall have the authority to elect their own Officers and Directors. They shall be authorized to open their own bank accounts for the deposits of monies raised for the Corporation's Board-approved programs in the name of the Corporation.

SECTION 4. Prohibitions. No Committee, group, organization or individual is authorized to solicit funds in the name of the Corporation without the prior consent of the Board of Trustees of the Corporation.

No expenditure or contractual obligation of \$5,000 or more will be made without the review and approval of the President/CEO of ACNC.

ARTICLE 12: EXECUTION OF CORPORATE INSTRUMENTS

SECTION 1. Execution of Corporate Instruments. The Board of Trustees may, in its discretion, determine the method and designate the signatory Officer or Officers or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise provided by law, and such execution or signature shall be binding upon the Corporation.

Unless otherwise specifically determined by the Board of Trustees or otherwise required by law, formal contracts of the Corporation, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of the Corporation, and other corporate instruments or documents, memberships in other corporations, and certificates of shares of stock owned by the Corporation, shall be executed, signed, or endorsed by the Chair of the Board, or the President/CEO of ACNC and by the Secretary or Treasurer.

All checks and drafts drawn on banks or other depositories on funds to the credit of the Corporation, or in special accounts of the Corporation, shall be signed by such person or persons as the Board of Trustees shall authorize to do so.

SECTION 2. Loans and Contracts. No loans or advances shall be contracted on behalf of the Corporation and no note or other evidence of indebtedness shall be issued in its name unless and except as the specific transaction is authorized by the Board of Trustees. Without the

express and specific authorization of the Board, no Officer or other agent of the Corporation may enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

ARTICLE 13: RECORDS AND REPORTS

SECTION 1. Maintenance and Inspection of Articles and Bylaws. ACNC shall keep at its principal office the original or a copy of its Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the Members and Trustees at all reasonable times, by appointment, during office hours.

SECTION 2. Maintenance and Inspection of Other Corporate Records. ACNC shall keep adequate and correct books and records of accounts; written minutes of the proceedings of its Members, Board, and Committees of the Board; and a record of each Member's name and address. All such records shall be kept at such place or places designated by the Board of Trustees, or, in the absence of such designation, at the principal office of the Corporation. The minutes shall be kept in written or typed form, and other books and records shall be kept either in written or typed form or in any other form capable of being converted into written, typed, or printed form. Upon leaving office, each Officer, employee, or agent of ACNC shall turn over to his or her successor or the Chair or President/CEO of ACNC, in good order, such corporate monies, books, records, minutes, lists, documents, contracts or

other property of ACNC as have been in the custody of such Officer, employee, or agent during his or her term in office.

Every Trustee shall have the absolute right at any reasonable time, by appointment, to inspect all books, records, and documents of every kind and the physical properties of the Corporation and each of its subsidiary corporations. The inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts of documents.

SECTION 3. Reports. The Board shall cause an annual financial report to be provided at the annual meeting of Members of this Corporation, and made available to all Members who request a copy, which report shall contain the following information:

- (a) The assets and liabilities, including the trust funds, of this Corporation at the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenues or receipts of this Corporation, both unrestricted and restricted for particular purposes, for the fiscal year; and
- (d) The expenses or disbursements of this Corporation for both general and restricted purposes during the fiscal year.

The report shall be accompanied by any pertinent report of independent accountants, or, if there is no such report, the certificate of an authorized Officer of the Corporation confirming that such statements were prepared without audit from the books and records of the Corporation.

ARTICLE 14: FISCAL YEAR

The fiscal year of the Corporation shall be the consecutive twelve (12) month period ending June 30.

ARTICLE 15: AMENDMENTS AND REVISIONS

Subject to the rights of Members under this Article, the Board may adopt, amend, or repeal all or a portion of these Bylaws by affirmative vote of a majority of the Trustees then in office, unless the action would materially and adversely affect the Members' rights as to voting or transfer. Proposed amendments to these Bylaws must be in writing and sent to the Trustees at least seven (7) days in advance of the Board meeting at which they will be considered for adoption. The Board may not adopt an amendment to the Bylaws to extend the term of a Trustee beyond that for which the Members elected the Trustee.

Without the approval of the Members, the Board may not adopt, amend, or repeal any amendment to these Bylaws that would:

- (a) Increase or extend the terms of Trustees;

- (b) Increase the quorum for Members' meetings;

- (c) Repeal, restrict, create, expand, or otherwise change Members' proxy rights;

- (d) Authorize cumulative voting;

- (e) Increase the number of Trustees appointed by the Board rather than elected by the Members; or

- (f) Authorize the Board to fill a vacancy created by the removal of a Trustee by the Members.

Amended and restated bylaws may be adopted or these Bylaws may be amended or repealed for any of the foregoing reasons by approval of a quorum of the Members, following approval by the Board of Trustees.

ARTICLE 16: CORPORATE SEAL

The Board of Trustees may adopt, use and alter a corporate seal. If adopted, the seal shall be kept at the principal office of ACNC. Failure to affix the seal, if any, to any corporate instrument, however, shall not affect the validity of that instrument.

ARTICLE 17: PARLIAMENTARY AUTHORITY

ACNC adopts and will use the parliamentary procedures, rules, and protocols in governing the conduct of their meetings as articulated in Roberts Rules of Order, Newly Revised (10th Edition) 2000.

ARTICLE 18: CONSTRUCTION AND DEFINITIONS

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the General Nonprofit Corporation Law of the State of Arizona as amended from time to time shall govern the construction of these Bylaws. Without limiting the generality of the foregoing, the masculine gender includes the feminine and neuter, the singular number includes the plural and the plural number includes the singular, and the term "person" includes a corporation as well as a natural person. If any competent court of law shall deem any portion of these Bylaws invalid or inoperative, then so far as is reasonable and possible the remainder of these Bylaws shall be considered valid and operative.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the presently elected and acting Secretary of the Arizona Center for Nature Conservation, a 501 (c) 3 nonprofit corporation, and the above Bylaws are the bylaws of this Corporation as adopted by the Board of Trustees on June 21, 2016 to supersede and replace all prior Bylaws of ACNC and that they have not been amended or modified since that date.

Executed as of June 21, 2016, at
Phoenix, Arizona.



Frederick M. Cummings. Esq.
Secretary

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	ARIZONA CENTER FOR NATURE CONSERVATION	86-0174843
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	455 N. GALVIN PARKWAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PHOENIX, AZ 85008	

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

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

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

BONNIE MENDOZA

- The books are in the care of ☒ 455 N. GALVIN PARKWAY - PHOENIX, AZ 85008

Telephone No. ☒ 602-286-3800

Fax No. ☐

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until MAY 15, 2017.
- 5 For calendar year 2015, or other tax year beginning JUL 1, 2015, and ending JUN 30, 2016.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

- 7 State in detail why you need the extension
THE INFORMATION TO PREPARE AND COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE. WE REQUEST THE ADDITIONAL TIME TO FILE.

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

Signature and Verification must be completed for Part II only.

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

Signature

Title

Date

Form **8868** (Rev. 1-2014)

For the ☐ calendar year 2015 or ☒ fiscal year beginning 07/01/15 and ending 06/30/16

CHECK ONE: <input checked="" type="checkbox"/> Original <input type="checkbox"/> Amended	Name ARIZONA CENTER FOR NATURE CONSERVATION	Employer Identification Number (EIN) 86-0174843
Business Telephone Number (with area code) 602-286-3800	Address - number and street or PO Box 455 N. GALVIN PARKWAY	
	City, Town or Post Office PHOENIX, AZ 85008	State ZIP Code
68 Check box if: <input type="checkbox"/> This is a first return <input type="checkbox"/> Name change <input type="checkbox"/> Address change		
A Date Arizona operations began: 01/01/1961		
B Nature of Arizona activities: ZOO AND ANIMAL CONSERVA		
C Federal form filed: <input checked="" type="checkbox"/> 990 <input type="checkbox"/> 990-EZ <input type="checkbox"/> Other (specify) _____		
Include a copy of the organization's federal return.		
NONPROFIT MEDICAL MARIJUANA DISPENSARY (NMMD) ONLY -		
D <input type="checkbox"/> NMMD Registry Identification Number: _____		
E What type of entity is the dispensary? <input type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company (LLC) <input type="checkbox"/> Partnership <input type="checkbox"/> S corporation <input type="checkbox"/> Sole Proprietorship		
F If the dispensary is an LLC, what is the federal tax classification? <input type="checkbox"/> Corporation <input type="checkbox"/> Disregarded Entity <input type="checkbox"/> Partnership <input type="checkbox"/> S corporation		
If the dispensary is an LLC, a partnership or an S corporation, include a schedule that lists the following ownership information: name, address, TIN, and ownership percentage at the end of the tax year.		
G Federal form filed: <input type="checkbox"/> 1040 <input type="checkbox"/> 1041 <input type="checkbox"/> 1065 <input type="checkbox"/> 1120 <input type="checkbox"/> 1120-S <input type="checkbox"/> Other (specify) _____		
H <input type="checkbox"/> Check this box if you included a copy of the dispensary's federal return with its Arizona Form 120S or Form 165 when it was filed; do not include a copy of the same return with this form. Otherwise, include a copy of the dispensary's federal return.		

CHECK BOX IF return filed under extension:
☒ 82 C ☐ 3-month federal
☒ 82 F ☒ 6-month Arizona/federal

REVENUE USE ONLY. DO NOT MARK IN THIS AREA.

88	81 PM	66 RCVD
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Sources of Income

1	Gross sales from business activities	1	151,622	00
2	Less cost of goods sold or of operations: Include itemized statement	2		00
3	Gross profit from business activities: Subtract line 2 from line 1	3	151,622	00
4	Interest	4	488,047	00
5	Dividends	5		00
6	Rents and royalties	6		00
7	Gain or (loss) from sales of assets, excluding inventory items	7	<148,856	00
8	Dues, assessments, etc., from members	8		00
9	Dues, assessments, etc., from affiliates	9		00
10	Contributions, gifts, grants, etc., received	10	5,740,264	00
11	Other income: Include itemized statement	11	21,047,115	00
12	Total income: Add lines 3 through 11	12	27,278,192	00

STATEMENT 2

Administrative Expenses

13	Compensation of officers, directors, trustees, etc.	13	570,634	00
14	Salaries and wages other than amounts included on line 2	14	1,813,583	00
15	Interest	15	1,588	00
16	Taxes	16	165,740	00
17	Rent expense	17	1,068	00
18	Depreciation: Include schedule	18	362,879	00
19	Miscellaneous expenses: Include itemized statement	19	3,308,795	00
20	Total expenses: Add lines 13 through 19	20	6,224,287	00

STATEMENT 1

STATEMENT 3

Disbursements

21	Disbursements from current income for exempt purposes from page 2, line A6	21	19,727,427	00
22	Disbursements from principal for exempt purposes from page 2, line B6	22		00
23	Other disbursements not itemized on Schedule A or Schedule B: Include schedule	23		00

Accumulation of Income

24	Accumulation of income in current year: Line 12 less the sum of lines 20, 21, 22, and 23	24	1,326,478	00
25	Accumulation of income at beginning of year	25	44,095,177	00
26	Accumulation of income at end of year: Add lines 24 and 25	26	45,421,655	00

Penalty

27	Penalty for late filing or incomplete filing. See instructions	27		00
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THE BUSINESS IS SUBJECT TO A PENALTY IF THIS RETURN IS FILED LATE OR IS INCOMPLETE. A.R.S. § 42-1125(K).

Name (as shown on page 1) ARIZONA CENTER FOR NATURE CONSERVATION	EIN 86-0174843
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SCHEDULE A Disbursements From Current Income for Exempt Purposes

A1 Dues, assessments, etc., to affiliates	A1		00	
A2 Contributions, gifts, grants, etc., paid	A2	126,604	00	
A3 Benefit payments to or for members or their dependents:				
A3a Death, sickness, hospitalization, disability, or pension benefits	A3a		00	
A3b Other benefits	A3b		00	
A4 Dividends and other distributions to members, shareholders, or depositors ...	A4		00	
A5 Other	A5	19,600,823	00	
A6 Total: Add lines A1 through A5. Enter total here and on page 1, line 21	A6	19,727,427	00	STATEMENT 6

SCHEDULE B Disbursements From Principal for Exempt Purposes

B1 Dues, assessments, etc., to affiliates	B1		00	
B2 Contributions, gifts, grants, etc., paid	B2		00	
B3 Benefit payments to or for members or their dependents:				
B3a Death, sickness, hospitalization, disability, or pension benefits	B3a		00	
B3b Other benefits	B3b		00	
B4 Dividends and other distributions to members, shareholders, or depositors ...	B4		00	
B5 Other	B5		00	
B6 Total: Add lines B1 through B5. Enter total here and on page 1, line 22	B6		00	

SCHEDULE C Balance Sheet

NOTE: Amounts used in included schedules and in this column should be end of year amounts.

NOTE: Amounts used in included schedules and in this column should be end of year amounts.						(a)		(b)		
Assets						Beginning of Year		End of Year		
C1	Cash					4,418,994	00	C1	4,824,596	00
C2a	Accounts receivable	C2a			00					
C2b	Less - allowance for doubtful accounts	C2b			00					
C2c	Line C2a less line C2b. Enter difference in column (b)					190,732	00	C2c	452,928	00
C3a	Other notes and loans receivable: Include schedule	C3a			00					
C3b	Less - allowance for doubtful accounts	C3b			00					
C3c	Line C3a less line C3b. Enter difference in column (b)						00	C3c		00
C4	Inventories					142,658	00	C4	124,231	00
C5	Investments (securities): Include schedule					6,912,176	00	C5	6,403,415	00
C6	Investments (other): Include schedule						00	C6		00
C7a	Land, buildings, and equipment; basis:	C7a	70,923,154		00					
C7b	Less - accumulated depreciation: Include schedule	C7b	40,708,685		00					
C7c	Line C7a less line C7b. Enter difference in column (b)					29,688,931	00	C7c	30,214,469	00
C8	Other assets (describe): SEE STATEMENT 4					7,128,872	00	C8	8,274,327	00
C9	Total assets: Add lines C1 through C8					48,482,363	00	C9	50,293,966	00
Liabilities										
C10	Accounts payable and accrued expenses					1,519,183	00	C10	1,696,990	00
C11	Mortgages and other notes payable: Include schedule						00	C11		00
C12	Other liabilities (describe): SEE STATEMENT 5					2,868,003	00	C12	3,175,321	00
C13	Total liabilities: Add lines C10 through C12					4,387,186	00	C13	4,872,311	00
Net Assets										
C14	Capital stock or trust principal						00	C14		00
C15	Paid-in or capital surplus						00	C15		00
C16	Retained earnings or accumulated income					44,095,177	00	C16	45,421,655	00
C17	Total net assets: Add lines C14 through C16					44,095,177	00	C17	45,421,655	00
C18	Total liabilities and net assets: Add lines C13 and C17					48,482,363	00	C18	50,293,966	00

PLEASE BE SURE TO SIGN THE RETURN ON PAGE 3.

Name (as shown on page 1) **ARIZONA CENTER FOR NATURE CONSERVATION**EIN **86-0174843****Declaration**

Under penalties of perjury, I declare that I have examined this return, including the accompanying schedules and statements, and to the best of my knowledge and belief, it is a true, correct and complete return, made in good faith, for the taxable year stated pursuant to the income tax laws of the State of Arizona.

**Please
Sign Here**

OFFICER'S SIGNATURE

DATE

EVP & CFO

TITLE

**Paid
Preparer's
Use
Only****COLETTE KAMPS, CPA**

PAID PREPARER'S SIGNATURE

05/10/17

DATE

P00367616

PAID PREPARER'S PTIN

HENRY & HORNE, LLP

FIRM'S NAME (OR PAID PREPARER'S NAME, IF SELF-EMPLOYED)

86-0133881FIRM'S ☒ EIN OR ☐ SSN**2055 E WARNER RD, STE 101**

FIRM'S STREET ADDRESS

(480) 839-4900

FIRM'S TELEPHONE NUMBER

TEMPE, AZ

CITY

STATE

85284

ZIP CODE

Mail to: Arizona Department of Revenue, PO Box 52153, Phoenix, AZ 85072-2153

AZ 99	DEPRECIATION/AMORTIZATION EXPENSE	STATEMENT	1
DESCRIPTION		AMOUNT	
DEPRECIATION/AMORTIZATION		362,879.	
TOTAL TO FORM 99, PAGE 1, LINE 18		362,879.	

AZ 99	OTHER INCOME	STATEMENT	2
DESCRIPTION		AMOUNT	
UNREALIZED LOSS ON INVESTMENTS		<9,673.>	
CHANGE IN SPLIT INTEREST AGREEMENT		<340,098.>	
DONATED CAPITALIZED SERVICES		4,805.	
UNCOLLECTIBLE PROMISES TO GIVE		<358,646.>	
MISCELLANEOUS INCOME		125,434.	
ADMISSIONS AND MEMBERS		15,389,544.	
RETAIL		3,388,099.	
GROUP SERVICES		1,081,898.	
FOOD SERVICES		959,065.	
EDUCATIONAL SERVICES		806,687.	
TOTAL TO FORM 99, PAGE 1, LINE 11		21,047,115.	

AZ 99	MISC EXPENSES	STATEMENT	3
DESCRIPTION		AMOUNT	
DIRECT EXPENSES OF FUNDRAISING EVENTS		358,430.	
PENSION PLAN CONTRIBUTIONS		33,456.	
OTHER EMPLOYEE BENEFITS		318,225.	
LEGAL FEES		7,423.	
ACCOUNTING FEES		41,080.	
PROFESSIONAL FUNDRAISING FEES		126,000.	
INVESTMENT MANAGEMENT FEES		18,597.	
OTHER PROFESSIONAL FEES		410,122.	
ADVERTISING AND PROMOTION		1,354,089.	
OFFICE EXPENSES		452,546.	
TRAVEL		21,316.	
INSURANCE		50,084.	
REPAIRS AND MAINTENANCE		17,519.	
COST OF PRODUCT CATERIN		7,655.	
ALL OTHER EXPENSES		92,253.	
TOTAL TO FORM 99, PAGE 1, LINE 19		3,308,795.	

AZ 99	OTHER ASSETS	STATEMENT	4
DESCRIPTION	BEG OF YEAR	END OF YEAR	
PLEDGES AND GRANTS RECEIVABLE	1,499,913.	2,862,306.	
PREPAID EXPENSES AND DEFERRED CHARGES	135,572.	257,772.	
DEPOSITS	22,818.	23,778.	
BENEFICIAL INTEREST IN PERPETUAL TRUST	4,915,569.	4,575,471.	
REAL ESTATE RESTRICTED FOR INVESTMENT	555,000.	555,000.	
TOTAL TO FORM 99, PAGE 2, LINE C8	7,128,872.	8,274,327.	

AZ 99	OTHER LIABILITIES	STATEMENT	5
DESCRIPTION	BEG OF YEAR	END OF YEAR	
CAPITAL LEASE	5,433.	3,401.	
DEFERRED REVENUE	2,862,570.	3,171,920.	
TOTAL TO FORM 99, PAGE 2, LINE C12	2,868,003.	3,175,321.	

AZ 99	OTHER EXPENSES	STATEMENT	6
DESCRIPTION	AMOUNT		
COMPENSATION OF OFFICERS, DIRECTORS, TRUSTEES, ETC.	555,743.		
OTHER SALARIES AND WAGES	8,982,029.		
PENSION PLAN CONTRIBUTIONS	253,730.		
OTHER EMPLOYEE BENEFITS	1,309,155.		
PAYROLL TAXES	649,068.		
OTHER PROFESSIONAL FEES	54,152.		
ADVERTISING AND PROMOTION	27,919.		
OFFICE EXPENSES	638,518.		
OCCUPANCY	1,030,880.		
TRAVEL	102,586.		
DEPRECIATION/AMORTIZATION	2,463,373.		
INSURANCE	164,268.		
ANIMAL COLLECTION	946,821.		
REPAIRS AND MAINTENANCE	856,806.		
VENDOR COMMISSION	656,471.		
COST OF PRODUCT CATERIN	584,767.		
ALL OTHER EXPENSES	324,537.		
TOTAL TO FORM 99, PAGE 2, SCHEDULE A, LINE A5	19,600,823.		