

# IRS e-file Signature Authorization for an Exempt Organization

For calendar year 2017, or fiscal year beginning 03/01, 2017, and ending 02/28, 2018

▶ Do not send to the IRS. Keep for your records.  
▶ Go to [www.irs.gov/Form8879EO](http://www.irs.gov/Form8879EO) for the latest information.

# 2017

Department of the Treasury  
Internal Revenue Service

Name of exempt organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

Name and title of officer

JACK WAGNER, CFO

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

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

1a	Form 990 check here	▶ <input checked="" type="checkbox"/>	b	Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	<u>38872096.</u>
2a	Form 990-EZ check here	▶ <input type="checkbox"/>	b	Total revenue, if any (Form 990-EZ, line 9)	2b	
3a	Form 1120-POL check here	▶ <input type="checkbox"/>	b	Total tax (Form 1120-POL, line 22)	3b	
4a	Form 990-PF check here	▶ <input type="checkbox"/>	b	Tax based on investment income (Form 990-PF, Part VI, line 5)	4b	
5a	Form 8868 check here	▶ <input type="checkbox"/>	b	Balance Due (Form 8868, line 3c)	5b	

### Part II Declaration and Signature Authorization of Officer

Under penalties of perjury, I declare that I am an officer of the above organization and that I have examined a copy of the organization's 2017 electronic return and accompanying schedules and statements and to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the organization's electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the organization's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the organization's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the organization's electronic return and, if applicable, the organization's consent to electronic funds withdrawal.

Officer's PIN: check one box only

I authorize GRANT THORNTON LLP to enter my PIN 

4	6	2	6	1
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 as my signature  
ERO firm name Enter five numbers, but do not enter all zeros

on the organization's tax year 2017 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I also authorize the aforementioned ERO to enter my PIN on the return's disclosure consent screen.

As an officer of the organization, I will enter my PIN as my signature on the organization's tax year 2017 electronically filed return. If I have indicated within this return that a copy of the return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I will enter my PIN on the return's disclosure consent screen.

Officer's signature

Date

12/20/18

### Part III Certification and Authentication

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

2	3	6	9	5	3	3	6	6	0	5
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Do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2017 electronically filed return for the organization indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature

Date

1/8/2019

**ERO Must Retain This Form - See Instructions**

**Do Not Submit This Form To the IRS Unless Requested To Do So**

For Paperwork Reduction Act Notice, see back of form.

Form **8879-EO** (2017)

# Return of Organization Exempt From Income Tax

# 2017

Department of the Treasury  
Internal Revenue Service

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

- ▶ Do not enter social security numbers on this form as it may be made public.
- ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

**Open to Public Inspection**

**A** For the **2017** calendar year, or tax year beginning **03/01, 2017**, and ending **02/28, 2018**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization ZOOLOGICAL SOCIETY OF PHILADELPHIA				<b>D</b> Employer identification number 23-1352298	
	Doing business as				<b>E</b> Telephone number (215) 243-1100	
	Number and street (or P.O. box if mail is not delivered to street address)		Room/suite			
	3400 WEST GIRARD AVENUE					
City or town, state or province, country, and ZIP or foreign postal code PHILADELPHIA, PA 19104				<b>G</b> Gross receipts \$ 52,535,359.		
<b>F</b> Name and address of principal officer: VIKRAM H DEWAN 3400 WEST GIRARD AVENUE PHILADELPHIA, PA 19104				<b>H(a)</b> Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
				<b>H(b)</b> Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No		
				If "No," attach a list. (see instructions)		
<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		<b>J</b> Website: WWW.PHILADELPHIAZOO.ORG				<b>H(c)</b> Group exemption number ▶
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶				<b>L</b> Year of formation: 1859		<b>M</b> State of legal domicile: PA

## Part I Summary

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: BY CONNECTING PEOPLE WITH WILDLIFE, THE PHILADELPHIA ZOO, AMERICA'S FIRST ZOO, CREATES JOYFUL DISCOVERY AND INSPIRES ACTION FOR ANIMALS AND HABITATS.		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	<b>3</b>	35.
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	<b>4</b>	35.
	<b>5</b> Total number of individuals employed in calendar year 2017 (Part V, line 2a)	<b>5</b>	523.
	<b>6</b> Total number of volunteers (estimate if necessary)	<b>6</b>	670.
	<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	<b>7a</b>	55,000.
<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	<b>7b</b>	843.	
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	<b>Prior Year</b>	<b>Current Year</b>
	<b>9</b> Program service revenue (Part VIII, line 2g)	14,261,532.	19,436,187.
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	11,420,158.	9,612,856.
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,173,157.	1,753,238.
	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	7,820,530.	8,069,815.
		34,675,377.	38,872,096.
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	227,708.	191,185.
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	17,942,396.	18,676,841.
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	147,473.	391,675.
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,467,593.		
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	20,012,035.	21,885,150.
<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	38,329,612.	41,144,851.	
<b>19</b> Revenue less expenses. Subtract line 18 from line 12	-3,654,235.	-2,272,755.	
<b>Net Assets or Fund Balances</b>	<b>20</b> Total assets (Part X, line 16)	<b>Beginning of Current Year</b>	<b>End of Year</b>
	<b>21</b> Total liabilities (Part X, line 26)	124,163,973.	121,740,978.
	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20	21,060,494.	18,403,418.
	103,103,479.	103,337,560.	

## Part II Signature Block

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

<b>Sign Here</b>	▶ Signature of officer		Date
	JACK WAGNER CFO		
▶ Type or print name and title			
<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date
	RUSLEE ARMSTRONG		
	Firm's name ▶ GRANT THORNTON LLP	Firm's EIN ▶ 36-6055558	Check <input type="checkbox"/> if self-employed
Firm's address ▶ 2001 MARKET STREET, SUITE 700 PHILADELPHIA, PA 19103		Phone no. 215-561-4200	

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

For Paperwork Reduction Act Notice, see the separate instructions.

**Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response or note to any line in this Part III  Yes  No

**1** Briefly describe the organization's mission:

PHILADELPHIA ZOO'S MISSION IS TO CONNECT PEOPLE WITH WILDLIFE,  
WHILE CREATING JOYFUL DISCOVERY AND INSPIRING ACTION FOR ANIMALS  
AND HABITATS.

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

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

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

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

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

**4a** (Code: \_\_\_\_\_) (Expenses \$ 22,375,037. including grants of \$ \_\_\_\_\_) (Revenue \$ 9,370,625.)

ATTACHMENT 1

**4b** (Code: \_\_\_\_\_) (Expenses \$ 7,473,328. including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)

ATTACHMENT 2

**4c** (Code: \_\_\_\_\_) (Expenses \$ 2,875,422. including grants of \$ 191,185.) (Revenue \$ 242,231.)

ATTACHMENT 3

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

(Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_) (Revenue \$ 336,968.)

**4e** Total program service expenses **▶** 32,723,787.

**Part IV Checklist of Required Schedules**

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

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

	Yes	No
<b>20a</b> Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H.</i> . . . . .		X
<b>b</b> If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .		
<b>21</b> 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? <i>If "Yes," complete Schedule I, Parts I and II.</i> . . . . .	X	
<b>22</b> 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? <i>If "Yes," complete Schedule I, Parts I and III.</i> . . . . .	X	
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J.</i> . . . . .	X	
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a.</i> . . . . .	X	
<b>b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		X
<b>c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		X
<b>d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		X
<b>25a</b> <b>Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I.</i> . . . . .		X
<b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I.</i> . . . . .		X
<b>26</b> Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II.</i> . . . . .		X
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i> . . . . .		X
<b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
<b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		X
<b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		X
<b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i> . . . . .		X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i> . . . . .	X	
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i> . . . . .		X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i> . . . . .		X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i> . . . . .		X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I.</i> . . . . .		X
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.</i> . . . . .		X
<b>35a</b> Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .		X
<b>b</b> If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2.</i> . . . . .		
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i> . . . . .		X
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI.</i> . . . . .		X
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for line numbers (1a-14b), descriptions, and Yes/No checkboxes. Includes sections for backup withholding, employee reporting, unrelated business income, foreign accounts, prohibited tax shelter transactions, deductible contributions, and 501(c)(7), (12), (29) organizations.

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 [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include 1a (35), 1b (35), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

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

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

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NJ, PA,
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, address, and telephone number of the person who possesses the organization's books and records: JACK WAGNER, CFO 3400 WEST GIRARD AVENUE PHILADELPHIA, PA 19104 215-243-5277

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

Check if Schedule O contains a response or note to any line in this Part VII.

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

**1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) SANDRA BALDINO DIRECTOR	2.00 0.	X					0.	0.	0.	
(2) PHILLIP BARNETT DIRECTOR	2.00 0.	X					0.	0.	0.	
(3) LISA BONNELL DIRECTOR	2.00 0.	X					0.	0.	0.	
(4) ROBERT L. BROWN III DIRECTOR	2.00 0.	X					0.	0.	0.	
(5) JAY H. CALVERT, JR. DIRECTOR	2.00 0.	X					0.	0.	0.	
(6) H. AUGUSTUS CAREY DIRECTOR (END 6/1/2017)	2.00 0.	X					0.	0.	0.	
(7) J. CHRISTOPHER CASHMAN DIRECTOR	2.00 0.	X					0.	0.	0.	
(8) ORLANDO ESPOSITO DIRECTOR	2.00 0.	X					0.	0.	0.	
(9) RONALD M. FAIRMAN DIRECTOR	2.00 0.	X					0.	0.	0.	
(10) RICHARD K. FARIS VICE CHAIR	4.00 0.	X		X			0.	0.	0.	
(11) JOEL FRANK DIRECTOR	2.00 0.	X					0.	0.	0.	
(12) STEVEN C. GENYK DIRECTOR (END 6/1/2017)	2.00 0.	X					0.	0.	0.	
(13) JOHN A. GINTER VICE CHAIR	4.00 0.	X		X			0.	0.	0.	
(14) PETER G. GOULD DIRECTOR	2.00 0.	X					0.	0.	0.	



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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
( 15) JOAN HENDRICKS ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 16) SUSAN HOLLENSTEIN ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 17) MARTHA KING ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 18) ZACHARY KLEHR ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 19) JOANNA M. LEWIS ----- VICE CHAIR (AT LARGE)	4.00 ----- 0.	X		X				0.	0.	0.
( 20) RACHEL LUBER-CEVERA ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 21) CHARLES N. MARSHALL ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 22) F. WILLIAM MCNABB III ----- CHAIR	10.00 ----- 0.	X		X				0.	0.	0.
( 23) MOLLY MORRISON ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
( 24) DREW MOYER ----- DIRECTOR (END 6/1/2017)	2.00 ----- 0.	X						0.	0.	0.
( 25) PATRICK M. OATES ----- DIRECTOR	2.00 ----- 0.	X						0.	0.	0.
<b>1b Sub-total</b> . . . . .								0.	0.	0.
<b>c Total from continuation sheets to Part VII, Section A</b> . . . . .								1,817,186.	0.	383,662.
<b>d Total (add lines 1b and 1c)</b> . . . . .								1,817,186.	0.	383,662.

**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 ► 14

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

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 4		

**2** Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ► 19

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
( 26) ELIANA PAPADAKIS ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 27) PEDRO A. RAMOS ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 28) DIANA RAMSAY ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 29) MARC M. RAYFIELD ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 30) MARCY ROST ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 31) PAUL D. RIDDER ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 32) CAROLINE BUCK ROGERS ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 33) BERNARD W. SMALLEY ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 34) BARBARA SMIT ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 35) ANDREW SMITH ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 36) CAROLYN W. TURNER ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
<b>1b Sub-total</b> . . . . .										
<b>c Total from continuation sheets to Part VII, Section A</b> . . . . .										
<b>d Total (add lines 1b and 1c)</b> . . . . .										

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **▶** 14

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

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation

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

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
( 37) JOHN WALSH ----- DIRECTOR	2.00 ----- 0.	X					0.	0.	0.	
( 38) ELLEN WOLF ----- VICE CHAIR	4.00 ----- 0.	X	X				0.	0.	0.	
( 39) VIKRAM H. DEWAN ----- PRESIDENT & CEO	40.00 ----- 0.			X			408,652.	0.	193,340.	
( 40) MATTHEW D. MALEK ----- CFO (END 1/12/2018)	40.00 ----- 0.			X			189,172.	0.	17,045.	
( 41) ANDREW J. BAKER ----- CHIEF OPERATING OFFICER	40.00 ----- 0.			X			233,749.	0.	35,312.	
( 42) MARY R. BURKE ----- CORP SECRETARY (END 8/1/17)	40.00 ----- 0.			X			59,343.	0.	9,187.	
( 43) KIMBERLY SERLUCCO ----- CORP SECRETARY (BEG 11/12/17)	40.00 ----- 0.			X			8,277.	0.	1,120.	
( 44) AMY SHEARER ----- CHIEF MARKETING OFFICER	40.00 ----- 0.				X		221,153.	0.	31,613.	
( 45) RICHARD WALIGORA ----- VP, FACILITIES	40.00 ----- 0.					X	156,990.	0.	26,486.	
( 46) KENNETH L. WOODSON ----- VP, GOVERNMENT & COMM AFFAIRS	40.00 ----- 0.					X	146,845.	0.	19,141.	
( 47) CHRISTINE CONTI ----- CONTROLLER	40.00 ----- 0.					X	131,385.	0.	24,479.	
<b>1b Sub-total</b> . . . . .										
<b>c Total from continuation sheets to Part VII, Section A</b> . . . . .										
<b>d Total (add lines 1b and 1c)</b> . . . . .										

**2** Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization ► 14

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

**Section B. Independent Contractors**

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

(A) Name and business address	(B) Description of services	(C) Compensation

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



**Part VIII Statement of Revenue**

Check 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
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	<b>1a</b> Federated campaigns . . . . .	<b>1a</b>					
	<b>b</b> Membership dues . . . . .	<b>1b</b>	7,359,281.				
	<b>c</b> Fundraising events . . . . .	<b>1c</b>	734,485.				
	<b>d</b> Related organizations . . . . .	<b>1d</b>					
	<b>e</b> Government grants (contributions) . . . . .	<b>1e</b>	302,550.				
	<b>f</b> All other contributions, gifts, grants, and similar amounts not included above . . . . .	<b>1f</b>	11,039,871.				
	<b>g</b> Noncash contributions included in lines 1a-1f: \$ . . . . .		3,637,830.				
	<b>h Total.</b> Add lines 1a-1f . . . . .			19,436,187.			
	<b>Program Service Revenue</b>				<b>Business Code</b>		
<b>2a</b> ADMISSION FEES			713110	8,732,317.	8,732,317.		
<b>b</b> MEMBERSHIPS			900099	638,308.	638,308.		
<b>c</b> EDUCATION PROGRAMS			611710	242,231.	242,231.		
<b>d</b> _____							
<b>e</b> _____							
<b>f</b> All other program service revenue . . . . .							
<b>g Total.</b> Add lines 2a-2f . . . . .				9,612,856.			
<b>Other Revenue</b>	<b>3</b> Investment income (including dividends, interest, and other similar amounts). . . . .			1,063,455.			1,063,455.
	<b>4</b> Income from investment of tax-exempt bond proceeds . . . . .			0.			
	<b>5</b> Royalties . . . . .			876,711.			876,711.
			(i) Real (ii) Personal				
	<b>6a</b> Gross rents . . . . .						
	<b>b</b> Less: rental expenses . . . . .						
	<b>c</b> Rental income or (loss) . . . . .						
	<b>d</b> Net rental income or (loss) . . . . .				0.		
	<b>7a</b> Gross amount from sales of assets other than inventory		(i) Securities (ii) Other				
				14,030,000.			
	<b>b</b> Less: cost or other basis and sales expenses . . . . .			13,340,217.			
	<b>c</b> Gain or (loss) . . . . .			689,783.			
	<b>d</b> Net gain or (loss) . . . . .			689,783.			689,783.
	<b>8a</b> Gross income from fundraising events (not including \$ <u>734,485.</u> of contributions reported on line 1c). See Part IV, line 18 . . . . .	<b>a</b>		90,640.			
	<b>b</b> Less: direct expenses . . . . .	<b>b</b>		323,046.			
<b>c</b> Net income or (loss) from fundraising events . . . . .			-232,406.			-232,406.	
<b>9a</b> Gross income from gaming activities. See Part IV, line 19 . . . . .	<b>a</b>						
<b>b</b> Less: direct expenses . . . . .	<b>b</b>						
<b>c</b> Net income or (loss) from gaming activities . . . . .			0.				
<b>10a</b> Gross sales of inventory, less returns and allowances . . . . .	<b>a</b>						
<b>b</b> Less: cost of goods sold . . . . .	<b>b</b>						
<b>c</b> Net income or (loss) from sales of inventory . . . . .			0.				
Miscellaneous Revenue				<b>Business Code</b>			
<b>11a</b> CONCESSIONS/PARKING		713110	3,828,882.		55,000.	3,773,882.	
<b>b</b> CORPORATE SPONSORSHIP		900099	1,455,647.			1,455,647.	
<b>c</b> RENTAL AND EVENTS		900099	1,282,442.			1,282,442.	
<b>d</b> All other revenue . . . . .		900099	858,539.	621,524.		237,015.	
<b>e Total.</b> Add lines 11a-11d . . . . .			7,425,510.				
<b>12 Total revenue.</b> See instructions. . . . .			38,872,096.	10,234,380.	55,000.	9,146,529.	

**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
<b>1</b> Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 . . . . .	24,200.	24,200.		
<b>2</b> Grants and other assistance to domestic individuals. See Part IV, line 22 . . . . .	35,607.	35,607.		
<b>3</b> Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16 . . . . .	131,378.	131,378.		
<b>4</b> Benefits paid to or for members . . . . .	0.			
<b>5</b> Compensation of current officers, directors, trustees, and key employees . . . . .	1,234,479.	823,563.	349,849.	61,067.
<b>6</b> Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0.			
<b>7</b> Other salaries and wages . . . . .	12,674,735.	10,853,457.	1,367,038.	454,240.
<b>8</b> Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	481,215.	404,720.	58,997.	17,498.
<b>9</b> Other employee benefits . . . . .	3,190,342.	2,683,199.	391,147.	115,996.
<b>10</b> Payroll taxes . . . . .	1,096,070.	921,836.	134,379.	39,855.
<b>11</b> Fees for services (non-employees):				
<b>a</b> Management . . . . .	0.			
<b>b</b> Legal . . . . .	148,268.	69,037.	79,231.	
<b>c</b> Accounting . . . . .	87,956.		87,956.	
<b>d</b> Lobbying . . . . .	120,890.			120,890.
<b>e</b> Professional fundraising services. See Part IV, line 17.	391,675.			391,675.
<b>f</b> Investment management fees . . . . .	0.			
<b>g</b> Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.) <b>ATCH 5</b>	4,190,863.	2,802,888.	1,289,133.	98,842.
<b>12</b> Advertising and promotion . . . . .	1,598,911.	328,088.	1,244,498.	26,325.
<b>13</b> Office expenses . . . . .	2,296,980.	1,700,712.	565,218.	31,050.
<b>14</b> Information technology . . . . .	182,995.		182,995.	
<b>15</b> Royalties . . . . .	0.			
<b>16</b> Occupancy . . . . .	3,323,145.	3,223,451.	66,463.	33,231.
<b>17</b> Travel . . . . .	98,719.	48,638.	49,994.	87.
<b>18</b> Payments of travel or entertainment expenses for any federal, state, or local public officials	0.			
<b>19</b> Conferences, conventions, and meetings . . . . .	0.			
<b>20</b> Interest . . . . .	292,679.	2,500.	290,179.	
<b>21</b> Payments to affiliates . . . . .	0.			
<b>22</b> Depreciation, depletion, and amortization . . . . .	7,418,424.	7,181,241.	193,073.	44,110.
<b>23</b> Insurance . . . . .	652,016.	633,555.	14,569.	3,892.
<b>24</b> Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
<b>a</b> ANIMAL NUTRITION	516,562.	516,562.		
<b>b</b> SPECIAL PROGRAMS/EVENTS	141,747.	86,618.	26,464.	28,665.
<b>c</b> MISCELLANEOUS	814,995.	252,537.	562,288.	170.
<b>d</b> _____				
<b>e</b> All other expenses _____				
<b>25 Total functional expenses.</b> Add lines 1 through 24e	41,144,851.	32,723,787.	6,953,471.	1,467,593.
<b>26 Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) . . . . .	0.			

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part X.

		(A) Beginning of year		(B) End of year
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing . . . . .	29,463.	<b>1</b>	41,600.
	<b>2</b> Savings and temporary cash investments . . . . .	12,017,325.	<b>2</b>	11,342,774.
	<b>3</b> Pledges and grants receivable, net . . . . .	2,609,774.	<b>3</b>	2,918,169.
	<b>4</b> Accounts receivable, net . . . . .	932,244.	<b>4</b>	1,488,050.
	<b>5</b> Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L . . . . .	0.	<b>5</b>	0.
	<b>6</b> Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L . . . . .	0.	<b>6</b>	0.
	<b>7</b> Notes and loans receivable, net . . . . .	0.	<b>7</b>	0.
	<b>8</b> Inventories for sale or use . . . . .	0.	<b>8</b>	0.
	<b>9</b> Prepaid expenses and deferred charges . . . . .	6,999.	<b>9</b>	44,576.
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D . . . . .	<b>10a</b> 168,823,881.		
	<b>b</b> Less: accumulated depreciation . . . . .	<b>10b</b> 100,803,330.	73,647,592.	<b>10c</b> 68,020,551.
	<b>11</b> Investments - publicly traded securities . . . . .	34,802,604.	<b>11</b>	37,753,963.
	<b>12</b> Investments - other securities. See Part IV, line 11 . . . . .	0.	<b>12</b>	0.
	<b>13</b> Investments - program-related. See Part IV, line 11 . . . . .	0.	<b>13</b>	0.
	<b>14</b> Intangible assets . . . . .	0.	<b>14</b>	0.
	<b>15</b> Other assets. See Part IV, line 11 . . . . .	117,972.	<b>15</b>	131,295.
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34) . . . . .	124,163,973.	<b>16</b>	121,740,978.	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .	4,191,773.	<b>17</b>	3,442,111.
	<b>18</b> Grants payable . . . . .	0.	<b>18</b>	0.
	<b>19</b> Deferred revenue . . . . .	1,372,320.	<b>19</b>	1,341,792.
	<b>20</b> Tax-exempt bond liabilities . . . . .	6,340,826.	<b>20</b>	5,864,832.
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D . . . . .	0.	<b>21</b>	0.
	<b>22</b> Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L . . . . .	0.	<b>22</b>	0.
	<b>23</b> Secured mortgages and notes payable to unrelated third parties . . . . .	7,329,242.	<b>23</b>	6,578,310.
	<b>24</b> Unsecured notes and loans payable to unrelated third parties . . . . .	0.	<b>24</b>	0.
	<b>25</b> Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D . . . . .	1,826,333.	<b>25</b>	1,176,373.
	<b>26 Total liabilities.</b> Add lines 17 through 25 . . . . .	21,060,494.	<b>26</b>	18,403,418.
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117 (ASC 958), check here</b> <input checked="" type="checkbox"/> <b>and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets . . . . .	80,590,479.	<b>27</b>	77,061,560.
	<b>28</b> Temporarily restricted net assets . . . . .	6,852,000.	<b>28</b>	9,495,000.
	<b>29</b> Permanently restricted net assets . . . . .	15,661,000.	<b>29</b>	16,781,000.
	<b>Organizations that do not follow SFAS 117 (ASC 958), check here</b> <input type="checkbox"/> <b>and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds . . . . .		<b>30</b>	
	<b>31</b> Paid-in or capital surplus, or land, building, or equipment fund . . . . .		<b>31</b>	
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds . . . . .		<b>32</b>	
	<b>33</b> Total net assets or fund balances . . . . .	103,103,479.	<b>33</b>	103,337,560.
<b>34</b> Total liabilities and net assets/fund balances . . . . .	124,163,973.	<b>34</b>	121,740,978.	

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI.

<b>1</b>	Total revenue (must equal Part VIII, column (A), line 12)	<b>1</b>	38,872,096.
<b>2</b>	Total expenses (must equal Part IX, column (A), line 25)	<b>2</b>	41,144,851.
<b>3</b>	Revenue less expenses. Subtract line 2 from line 1	<b>3</b>	-2,272,755.
<b>4</b>	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	<b>4</b>	103,103,479.
<b>5</b>	Net unrealized gains (losses) on investments	<b>5</b>	1,962,226.
<b>6</b>	Donated services and use of facilities	<b>6</b>	0.
<b>7</b>	Investment expenses	<b>7</b>	0.
<b>8</b>	Prior period adjustments	<b>8</b>	0.
<b>9</b>	Other changes in net assets or fund balances (explain in Schedule O)	<b>9</b>	544,610.
<b>10</b>	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	<b>10</b>	103,337,560.

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII.

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

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



**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.

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2017**

**Open to Public Inspection**

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
----------------------------------------------------------------	----------------------------------------------

**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 12, 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 agricultural research organization described in **section 170(b)(1)(A)(ix)** operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university: \_\_\_\_\_
- 10  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.)
- 11  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 12  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 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
  - 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 1-10 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		
(A)						
(B)						
(C)						
(D)						
(E)						
<b>Total</b>						

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

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Tax revenues levied for the organization's benefit; 3 The value of services or facilities furnished by a governmental unit; 4 Total. Add lines 1 through 3; 5 The portion of total contributions by each person; 6 Public support. Subtract line 5 from line 4.

Section B. Total Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 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; 10 Other income. Do not include gain or loss from the sale of capital assets; 11 Total support. Add lines 7 through 10; 12 Gross receipts from related activities, etc.; 13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here.

Section C. Computation of Public Support Percentage

Table with 2 columns: Line number, Percentage. Rows include: 14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f)); 15 Public support percentage from 2016 Schedule A, Part II, line 14; 16a 33 1/3% support test - 2017; b 33 1/3% support test - 2016; 17a 10%-facts-and-circumstances test - 2017; b 10%-facts-and-circumstances test - 2016; 18 Private foundation.

Part III Support Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 10 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

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Gross receipts from admissions, merchandise sold or services performed; 3 Gross receipts from activities that are not an unrelated trade or business; 4 Tax revenues levied for the organization's benefit; 5 The value of services or facilities furnished by a governmental unit; 6 Total. Add lines 1 through 5; 7a Amounts included on lines 1, 2, and 3 received from disqualified persons; 7b Amounts included on lines 2 and 3 received from other than disqualified persons; 7c Add lines 7a and 7b; 8 Public support. (Subtract line 7c from line 6.)

Section B. Total Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 9 Amounts from line 6; 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources; 10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975; 10c Add lines 10a and 10b; 11 Net income from unrelated business activities not included in line 10b; 12 Other income. Do not include gain or loss from the sale of capital assets; 13 Total support. (Add lines 9, 10c, 11, and 12.)

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

Section C. Computation of Public Support Percentage

Table with 3 columns: Description, Value, Percentage. Rows include: 15 Public support percentage for 2017; 16 Public support percentage from 2016 Schedule A, Part III, line 15.

Section D. Computation of Investment Income Percentage

Table with 3 columns: Description, Value, Percentage. Rows include: 17 Investment income percentage for 2017; 18 Investment income percentage from 2016 Schedule A, Part III, line 17.

19a 33 1/3% support tests - 2017. 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.

19b 33 1/3% support tests - 2016. 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 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of Part I, complete Sections A and D, and complete Part V.)

**Section A. All Supporting Organizations**

	Yes	No
<b>1</b> Are all of the organization's supported organizations listed by name in the organization's governing documents? <i>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.</i>		
<b>2</b> Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
<b>3a</b> Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
<b>b</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)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
<b>c</b> Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
<b>4a</b> Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
<b>b</b> Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>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.</i>		
<b>c</b> 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)? <i>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.</i>		
<b>5a</b> Did the organization add, substitute, or remove any supported organizations during the tax year? <i>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).</i>		
<b>b Type I or Type II only.</b> Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
<b>c Substitutions only.</b> Was the substitution the result of an event beyond the organization's control?		
<b>6</b> 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? <i>If "Yes," provide detail in Part VI.</i>		
<b>7</b> 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? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
<b>8</b> Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
<b>9a</b> 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))? <i>If "Yes," provide detail in Part VI.</i>		
<b>b</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? <i>If "Yes," provide detail in Part VI.</i>		
<b>c</b> 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? <i>If "Yes," provide detail in Part VI.</i>		
<b>10a</b> 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)? <i>If "Yes," answer 10b below.</i>		
<b>b</b> Did the organization have any excess business holdings in the tax year? <i>(Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)</i>		

**Part IV Supporting Organizations** (continued)

		Yes	No
<b>11</b>	Has the organization accepted a gift or contribution from any of the following persons?		
<b>a</b>	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?	<b>11 a</b>	
<b>b</b>	A family member of a person described in (a) above?	<b>11 b</b>	
<b>c</b>	A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>	<b>11 c</b>	

**Section B. Type I Supporting Organizations**

		Yes	No
<b>1</b>	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? <i>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.</i>	<b>1</b>	
<b>2</b>	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? <i>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.</i>	<b>2</b>	

**Section C. Type II Supporting Organizations**

		Yes	No
<b>1</b>	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)? <i>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).</i>	<b>1</b>	

**Section D. All Type III Supporting Organizations**

		Yes	No
<b>1</b>	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?	<b>1</b>	
<b>2</b>	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? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>	<b>2</b>	
<b>3</b>	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? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>	<b>3</b>	

**Section E. Type III Functionally Integrated Supporting Organizations**

<b>1</b>	Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
<b>a</b>	<input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.		
<b>b</b>	<input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.		
<b>c</b>	<input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).		
<b>2</b>	Activities Test. Answer (a) and (b) below.		
<b>a</b>	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? <i>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.</i>	<b>2a</b>	
<b>b</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? <i>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.</i>	<b>2b</b>	
<b>3</b>	Parent of Supported Organizations. Answer (a) and (b) below.		
<b>a</b>	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? <i>Provide details in Part VI.</i>	<b>3a</b>	
<b>b</b>	Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>	<b>3b</b>	

**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 (explain in Part VI). **See instructions.** All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

<b>Section A - Adjusted Net Income</b>		(A) Prior Year	(B) Current Year (optional)
<b>1</b> Net short-term capital gain	<b>1</b>		
<b>2</b> Recoveries of prior-year distributions	<b>2</b>		
<b>3</b> Other gross income (see instructions)	<b>3</b>		
<b>4</b> Add lines 1 through 3.	<b>4</b>		
<b>5</b> Depreciation and depletion	<b>5</b>		
<b>6</b> 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)	<b>6</b>		
<b>7</b> Other expenses (see instructions)	<b>7</b>		
<b>8 Adjusted Net Income</b> (subtract lines 5, 6, and 7 from line 4).	<b>8</b>		

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

<b>Section C - Distributable Amount</b>			Current Year
<b>1</b> Adjusted net income for prior year (from Section A, line 8, Column A)	<b>1</b>		
<b>2</b> Enter 85% of line 1.	<b>2</b>		
<b>3</b> Minimum asset amount for prior year (from Section B, line 8, Column A)	<b>3</b>		
<b>4</b> Enter greater of line 2 or line 3.	<b>4</b>		
<b>5</b> Income tax imposed in prior year	<b>5</b>		
<b>6 Distributable Amount.</b> Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	<b>6</b>		

**7**  Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

**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 <b>Total annual distributions.</b> 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 2017 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-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required-explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013 . . . . .			
c From 2014 . . . . .			
d From 2015 . . . . .			
e From 2016 . . . . .			
f <b>Total</b> of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7:                     \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 <b>Excess distributions carryover to 2018.</b> Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013 . . . . .			
b Excess from 2014 . . . . .			
c Excess from 2015 . . . . .			
d Excess from 2016 . . . . .			
e Excess from 2017 . . . . .			

**Part VI** **Supplemental Information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2013	2014	2015	2016	2017	TOTAL
CONCESSION/PARKING	3,099,645.	3,636,215.	4,041,732.	3,810,806.	3,773,882.	18,362,280.
CORPORATE SPONSORSHIP					1,455,647.	1,455,647.
OTHER INCOME	929,376.	864,660.	342,640.	985,223.	1,519,457.	4,641,356.
SPECIAL EVENT INCOME	66,649.	85,008.	90,992.	85,008.	90,640.	418,297.
INSURANCE PROCEEDS		1,203,770.				1,203,770.
<b>TOTALS</b>	<u>4,095,670.</u>	<u>5,789,653.</u>	<u>4,475,364.</u>	<u>4,881,037.</u>	<u>6,839,626.</u>	<u>26,081,350.</u>



**Schedule of Contributors**

**2017**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
 ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

<b>Name of the organization</b> ZOOLOGICAL SOCIETY OF PHILADELPHIA	<b>Employer identification number</b> 23-1352298
-----------------------------------------------------------------------	-----------------------------------------------------

**Organization type** (check one):

**Filers of:**

**Section:**

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

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

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

Name of organization **ZOOLOGICAL SOCIETY OF PHILADELPHIA**

Employer identification number

23-1352298

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	SECURITIES - PUBLICLY TRADED	\$ 500,343.	10/23/2017
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____
_____	_____	\$ _____	_____

Name of organization ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number  
23-1352298

**Part III** *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____ _____ _____	_____ _____ _____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____ _____ _____	_____ _____ _____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____ _____ _____	_____ _____ _____

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

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____ _____ _____	_____ _____ _____

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

**Political Campaign and Lobbying Activities**

OMB No. 1545-0047

**2017**

**Open to Public Inspection**

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

- ▶ **Complete if the organization is described below.**
- ▶ **Attach to Form 990 or Form 990-EZ.**
- ▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

Department of the Treasury  
Internal Revenue Service

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

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

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

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

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

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

Name of organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
------------------------------------------------------------	----------------------------------------------

**Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.**

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV. (see instructions for definition of "political campaign activities")
- 2 Political campaign activity expenditures (see instructions) . . . . . ▶ \$ \_\_\_\_\_
- 3 Volunteer hours for political campaign activities (see instructions) . . . . .

**Part I-B Complete if the organization is exempt under section 501(c)(3).**

- 1 Enter the amount of any excise tax incurred by the organization under section 4955. . . . . ▶ \$ \_\_\_\_\_
- 2 Enter the amount of any excise tax incurred by organization managers under section 4955 . . . . . ▶ \$ \_\_\_\_\_
- 3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? . . . . .  Yes  No
- 4a Was a correction made? . . . . .  Yes  No
- b If "Yes," describe in Part IV.

**Part I-C Complete if the organization is exempt under section 501(c), except section 501(c)(3).**

- 1 Enter the amount directly expended by the filing organization for section 527 exempt function activities. . . . . ▶ \$ \_\_\_\_\_
- 2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities . . . . . ▶ \$ \_\_\_\_\_
- 3 Total exempt function expenditures. Add lines 1 and 2. Enter here and on Form 1120-POL, line 17b . . . . . ▶ \$ \_\_\_\_\_
- 4 Did the filing organization file **Form 1120-POL** for this year? . . . . .  Yes  No
- 5 Enter the names, addresses and employer identification number (EIN) of all section 527 political organizations to which the filing organization made payments. For each organization listed, enter the amount paid from the filing organization's funds. Also enter the amount of political contributions received that were promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC). If additional space is needed, provide information in Part IV.

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds. If none, enter -0-.	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization. If none, enter -0-.
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

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

Schedule C (Form 990 or 990-EZ) 2017

**Part II-A Complete if the organization is exempt under section 501(c)(3) and filed Form 5768 (election under section 501(h)).**

**A** Check  if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).

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

<b>Limits on Lobbying Expenditures</b> <b>(The term "expenditures" means amounts paid or incurred.)</b>		<b>(a) Filing organization's totals</b>	<b>(b) Affiliated group totals</b>
<b>1a</b> Total lobbying expenditures to influence public opinion (grass roots lobbying) . . . . .			
<b>b</b> Total lobbying expenditures to influence a legislative body (direct lobbying) . . . . .		120,890.	
<b>c</b> Total lobbying expenditures (add lines 1a and 1b) . . . . .		120,890.	
<b>d</b> Other exempt purpose expenditures . . . . .		40,698,269.	
<b>e</b> Total exempt purpose expenditures (add lines 1c and 1d) . . . . .		40,819,159.	
<b>f</b> Lobbying nontaxable amount. Enter the amount from the following table in both columns.		1,000,000.	
<b>If the amount on line 1e, column (a) or (b) is: The lobbying nontaxable amount is:</b>			
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
<b>g</b> Grassroots nontaxable amount (enter 25% of line 1f) . . . . .		250,000.	
<b>h</b> Subtract line 1g from line 1a. If zero or less, enter -0- . . . . .		0.	0.
<b>i</b> Subtract line 1f from line 1c. If zero or less, enter -0- . . . . .		0.	0.
<b>j</b> If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? . . . . .			<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

**4-Year Averaging Period Under section 501(h)**

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the separate instructions for lines 2a through 2f.)

<b>Lobbying Expenditures During 4-Year Averaging Period</b>					
Calendar year (or fiscal year beginning in)	<b>(a) 2014</b>	<b>(b) 2015</b>	<b>(c) 2016</b>	<b>(d) 2017</b>	<b>(e) Total</b>
<b>2a</b> Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
<b>b</b> Lobbying ceiling amount (150% of line 2a, column (e))					6,000,000.
<b>c</b> Total lobbying expenditures	131,298.	133,000.	133,556.	120,890.	518,744.
<b>d</b> Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
<b>e</b> Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
<b>f</b> Grassroots lobbying expenditures					

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

Table with 3 main columns: (a) Yes/No, (b) Amount. Rows include: 1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation...; 2a Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?; b If "Yes," enter the amount of any tax incurred under section 4912; c If "Yes," enter the amount of any tax incurred by organization managers under section 4912; d If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?

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

Table with 3 columns: Question, Yes, No. Rows include: 1 Were substantially all (90% or more) dues received nondeductible by members?; 2 Did the organization make only in-house lobbying expenditures of \$2,000 or less?; 3 Did the organization agree to carry over lobbying and political campaign activity expenditures from the prior year?

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

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

Part IV Supplemental Information

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

SEE PAGE 4

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

## LOBBYING EXPENSES

SCHEDULE C, PART II-A, LINE 1B

THE ZOO RETAINS SEVERAL CONSULTANTS ANNUALLY TO SUPPORT ITS COLLABORATION WITH LOCAL MUNICIPALITIES, INCLUDING THE CITY OF PHILADELPHIA AND THE STATE OF PENNSYLVANIA ON LEGISLATIVE ACTIVITIES RELATED TO CONSERVATION, EDUCATION, TRANSPORTATION, COMMUNITY DEVELOPMENT AND CERTAIN CAPITAL PROJECTS.

SCHEDULE D (Form 990)

Supplemental Financial Statements

OMB No. 1545-0047

2017

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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.

Go to www.irs.gov/Form990 for instructions and the latest information.

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

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.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 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?, 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?

Part II Conservation Easements.

Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

Table with 2 columns: Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 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, 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?, 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)?, 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.

Table with 2 columns: Revenue, Assets. Rows include: 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. 1b 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.

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

Schedule D (Form 990) 2017



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

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
a [X] Public exhibition
b [ ] Scholarly research
c [X] 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 [X] 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:
Table with columns: Description, Amount
c Beginning balance
d Additions during the year
e Distributions during the year
f Ending balance
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.

Table with 6 columns: (a) Current year, (b) Prior year, (c) Two years back, (d) Three years back, (e) Four years back. Rows include: 1a Beginning of year balance, b Contributions, c Net investment earnings, gains, and losses, d Grants or scholarships, e Other expenditures for facilities and programs, f Administrative expenses, g End of year balance.

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

- a Board designated or quasi-endowment 55.0200 %
b Permanent endowment 44.9800 %
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

Table with 2 columns: Yes, No. Rows: 3a(i), 3a(ii), 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.

Table with 5 columns: (a) Cost or other basis (investment), (b) Cost or other basis (other), (c) Accumulated depreciation, (d) Book value. Rows include: 1a Land, b Buildings, c Leasehold improvements, d Equipment, e Other, Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)

**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)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 12.) ►		

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" 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)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 13.) ►		

**Part IX Other Assets.**

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

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

**Part X Other Liabilities.**

Complete if the organization answered "Yes" 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) ACCRUED PENSION LIABILITY	1,176,373.	
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ►	1,176,373.	

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



**Part XIII Supplemental Information** (continued)

ORGANIZATION ELECT TO REPORT HISTORICAL TREAS IN REVENUE & BALANCE SHEET  
SCHEDULE D, PART III, LINE 1B(II)

EXHIBITS ARE CAPITALIZED AS UNRESTRICTED NET ASSETS, WHICH ARE RECORDED  
AT COST AND DEPRECIATED OVER THEIR ESTIMATED USEFUL LIVES. PURCHASED  
ADDITIONS TO THE ANIMAL AND HORTICULTURAL COLLECTIONS ARE EXPENSED, AS  
ACQUIRED. ADDITIONS TO THESE COLLECTIONS ACQUIRED OTHER THAN BY PURCHASE  
ARE NOT ASSIGNED A VALUE AND ARE NOT ACCOUNTED FOR IN THE ACCOUNTS OF THE  
ZOO. THE AMOUNT REPORTED ON LINE 1B (II) REFLECTS THE VALUE OF THE  
EXHIBITS, NET OF ACCUMULATED DEPRECIATION, AT FISCAL YEAR-END.

ORGANIZATION'S COLLECTIONS OF ART AND HISTORICAL TREASURES  
SCHEDULE D, PART III, LINE 4

THE ZOOLOGICAL SOCIETY OF PHILADELPHIA (THE "ZOO"), A PRIVATE  
NOT-FOR-PROFIT CORPORATION ESTABLISHED IN 1859, IS AMERICA'S FIRST ZOO.  
ITS OFFICIAL OPENING WAS ON JULY 1, 1874. THE ZOO, WHICH IS AN  
ACCREDITED MEMBER OF THE ASSOCIATION OF ZOOS AND AQUARIUMS ("AZA"),  
ACQUIRES, MAINTAINS AND EXCHANGES ITS COLLECTION IN ACCORDANCE WITH AZA  
AND UNITED STATES DEPARTMENT OF AGRICULTURE REGULATIONS. THE ZOO'S CORE  
PURPOSE IS TO CONNECT PEOPLE WITH WILDLIFE, CREATING JOYFUL DISCOVERY AND  
INSPIRING ACTION FOR ANIMAL AND HABITATS. THE ZOO SHARES ITS MISSION  
WITH A DIVERSE AUDIENCE THROUGH FIRST-CLASS EDUCATIONAL PROGRAMMING,  
OUTSTANDING ANIMAL CARE, COMPELLING EXHIBITIONS, AND CUTTING-EDGE  
CONSERVATION EFFORTS. CURRENTLY HOME TO APPROXIMATELY 2,580 SPECIMENS OF  
305 SPECIES FROM AROUND THE WORLD, THE ZOO WELCOMES MORE THAN 1.2 MILLION  
VISITORS TO ITS 42 ACRES EACH YEAR AS A NATIONAL ATTRACTION AND REVERED  
PHILADELPHIA LANDMARK.

**Part XIII Supplemental Information** (continued)

IN RECENT YEARS, THE ZOO HAS MADE SIGNIFICANT INVESTMENTS IN ANIMAL EXHIBITS, INCLUDING PECO PRIMATE RESERVE, FIRST NIAGARA BIG CAT FALLS, MCNEIL AVIAN CENTER, KIDZOOU: HAMILTON FAMILY CHILDREN ZOO & FARIS FAMILY EDUCATION CENTER, THE ORGANIZATION'S LARGEST CONSTRUCTION PROJECT TO DATE AND ZOO360, A FIRST IN THE WORLD TRAIL SYSTEM THAT ENABLES ANIMALS TO TRAVEL AND EXPLORE THE CAMPUS. ADDITIONALLY, IN APRIL 2013, THE ZOO ALSO OPENED THE CENTENNIAL DISTRICT TRANSPORTATION CENTER, A FOUR-STORY, 683-SPACE PARKING GARAGE. THIS DEVELOPMENT ALSO CONSISTS OF SIGNIFICANT FUNCTIONAL AND AESTHETIC IMPROVEMENTS TO TRAFFIC FLOW AND PEDESTRIAN RIGHT OF WAY SUCH AS LIGHTING, STREETScape AND SUSTAINABLE LANDSCAPING, AND UPGRADES TO TRAFFIC SIGNALS AND SIGNAGE. THIS PROJECT WAS FINANCED BY FEDERAL, STATE, CITY, AND ZOO FUNDS.

THE ZOO IS CURRENTLY IMPLEMENTING A TRANSFORMATIVE MASTER PLAN, WHICH PROVIDES MORE ENRICHING EXPERIENCES FOR THE ZOO'S ANIMALS THROUGH THE DEVELOPMENT OF AN EXTENSIVE TRAIL SYSTEM, FACILITATING TRAVEL ACROSS CAMPUS. ZOO360, THE ANIMAL TRAVEL AND EXPLORATION TRAIL SYSTEM CONTINUES THE ZOO'S COMMITMENT TO EXCELLENCE IN ANIMAL CARE AND INSPIRING GUESTS TO CONSERVATION ACTION THROUGH ENGAGING ANIMAL EXPERIENCES. FIVE TRAILS COMPRISING THE TRAVEL NETWORK ARE CURRENTLY OPEN. MORE TRAILS WILL BE IMPLEMENTED IN THE COMING YEARS.

## ENDOWMENT FUNDS

SCHEDULE D, PART V, LINE 4

THE PHILADELPHIA ZOO USES ENDOWMENT FUNDS TO FUND OPERATING PROGRAMS AND RELEVANT MISSION-BASED INITIATIVES. IN 2012, THE ZOO USED \$5 MILLION OF BOARD DESIGNATED ENDOWMENT FUNDS TO COMPLETE CONSTRUCTION OF KIDZOOU:

**Part XIII Supplemental Information** (continued)

HAMILTON FAMILY CHILDREN ZOO AND FARIS FAMILY EDUCATION CENTER WITH THE INTENT TO REPAY THIS AMOUNT IN FULL (INCLUDING INTEREST) AS CAPITAL CAMPAIGN PLEDGES ARE COLLECTED. AS OF FEBRUARY 29, 2016 THE ENTIRE AMOUNT PLUS INTEREST HAS BEEN REPAID.

ASC 740 (FIN 48) FOOTNOTE

SCHEDULE D, PART X, LINE 2

THE ZOO IS A PRIVATE NOT-FOR-PROFIT CORPORATION AND, ACCORDINGLY, IS EXEMPT FROM FEDERAL TAXES UNDER THE INTERNAL REVENUE CODE SECTION 501(C)(3). THE ZOO IS ALSO EXEMPT FROM STATE AND LOCAL TAXES UNDER APPLICABLE STATUTES.

THE ZOO RECOGNIZES OR DERECOGNIZES A TAX POSITION BASED UPON A MORE LIKELY THAN NOT THRESHOLD. THIS APPLIES TO POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. THE ZOO DOES NOT BELIEVE ITS FINANCIAL STATEMENTS INCLUDE ANY MATERIAL UNCERTAIN TAX POSITIONS. THE TAX YEARS ENDED 2015, 2016 AND 2017 ARE STILL OPEN TO AUDIT FOR BOTH FEDERAL AND STATE PURPOSES.

RECONCILIATION OF REVENUE AND EXPENSES

SCHEDULE D, PART XI & XII

PART XI: LINE 2D:

CHANGES IN BENEFIT OBLIGATIONS \$619,820

LINE 4B:

RECLASS: SPECIAL EVENTS EXPENSES (\$323,046)

**Part XIII** Supplemental Information *(continued)*

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PART XII LINE 2D:

RECLASS: SPECIAL EVENTS EXPENSES \$323,046

INTEREST RATE ADJUSTMENT \$75,210

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\$398,256

**SCHEDULE F  
(Form 990)**

**Statement of Activities Outside the United States**

OMB No. 1545-0047

**2017**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

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

▶ **Attach to Form 990.**

▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

**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 the region	(d) Activities conducted in the region (by type) (such as, 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 the region	(f) Total expenditures for and investments in the region
(1) EUROPE	0.	0.	PROGRAM SERVICES	ZOOBALLOON MANUFACTURE	129,261.
(2) SOUTH AMERICA	0.	0.	GRANTMAKING		72,500.
(3) EAST ASIA AND THE PACIFIC	0.	0.	GRANTMAKING		42,878.
(4) SUB-SAHARAN AFRICA	0.	0.	GRANTMAKING		16,000.
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
<b>3a</b> Sub-total . . . . .					260,639.
<b>b</b> Total from continuation sheets to Part I . . . . .					
<b>c Totals</b> (add lines 3a and 3b)					260,639.

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

Schedule F (Form 990) 2017



**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 noncash assistance	(h) Description of noncash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SOUTH AMERICA	SUPPORT FORE	50,000.	EFT OR WIRE			
(2)			EAST ASIA/PACIFIC	SUPPORT FOR	39,000.	EFT OR WIRE			
(3)			SOUTH AMERICA	HABITAT AND	22,500.	EFT OR WIRE			
(4)			SUB-SAHARAN AFRICA	EDUCATION	16,000.	EFT OR WIRE			
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter ..... **4**

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 noncash assistance	(g) Description of noncash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? *If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926)* . . . . .  Yes  No
  
- 2 Did the organization have an interest in a foreign trust during the tax year? *If "Yes," the organization may be required to 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; don't 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; don't file with Form 990)* . . . . .  Yes  No

**Part V Supplemental Information**

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

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PROCEDURE OF MONITORING GRANTS OUTSIDE US

SCHEDULE F, PART I, LINE 2

AS A CONDITION OF THESE GRANTS, THE PHILADELPHIA ZOO REQUIRES REPORTS FROM THE ORGANIZATIONS THAT RECEIVE ITS FINANCIAL SUPPORT. THESE MANDATORY PROJECT REPORTS MUST DETAIL COMPLETE ACCOUNTABILITY FOR ALL FUNDS RECEIVED.

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

**Supplemental Information Regarding Fundraising or Gaming Activities**

OMB No. 1545-0047

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

**2017**

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ.

**Open to Public Inspection**

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest instructions.

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

**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

- 2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?  **Yes**  **No**
- b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 ATTACHMENT 1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
<b>Total</b> .....					325,692.	

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.

NJ, PA,

**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	
		ANNUAL GALA			(add col. (a) through col. (c))	
		(event type)	(event type)	(total number)		
Revenue	1	Gross receipts . . . . .	825,125.		825,125.	
	2	Less: Contributions . . . . .	734,485.		734,485.	
	3	Gross income (line 1 minus line 2) . . . . .	90,640.		90,640.	
Direct Expenses	4	Cash prizes . . . . .				
	5	Noncash prizes . . . . .				
	6	Rent/facility costs . . . . .				
	7	Food and beverages . . . . .	86,524.		86,524.	
	8	Entertainment . . . . .	2,770.		2,770.	
	9	Other direct expenses . . . . .	233,752.		233,752.	
	10	Direct expense summary. Add lines 4 through 9 in column (d) . . . . . ▶				323,046.
	11	Net income summary. Subtract line 10 from line 3, column (d) . . . . . ▶				-232,406.

**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 ▶ \_\_\_\_\_

- 15 a 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 explanation 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, QUESTION 2

THE PROFESSIONAL EXPENDITURES PAID TO JAIME L. HOWARD, LLC WERE FOR FEES TO CONSULT ON THE CAPITAL CAMPAIGN STRATEGY FOR ZOO360.

THE PROFESSIONAL EXPENDITURES PAID TO RICHARD BOHRER WERE FOR FEES TO CONSULT ON GRANT WRITING AND FOUNDATION SUPPORT.

- 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	<b>13a</b>	%
b An outside facility	<b>13b</b>	%

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

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

- 15 a 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 explanation 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).

THE PROFESSIONAL EXPENDITURES PAID TO SCHULTZ & WILLIAMS, INC. WERE FOR FEES TO CONSULT ON THE ANNUAL FUND AND THE CAPITAL CAMPAIGN.

THE PROFESSIONAL EXPENDITURES PAID TO KEY ELEMENTS GROUP, LLC WERE FOR FEES TO CONSULT ON THE CORPORATE FUNDRAISING SUPPORT.

THE PROFESSIONAL EXPENDITURES PAID TO CRAIG HAMILTON WERE FOR FEES TO



- 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	<b>13a</b>	%
b An outside facility	<b>13b</b>	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

- 15 a 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 explanation 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).

CONSULT ON THE ANNUAL FUND AND THE CAPITAL CAMPAIGN.

SCHEDULE G, PART II

PHILADELPHIA ZOO'S GLOBAL CONSERVATION GALA IS THE ORGANIZATION'S ANNUAL FUNDRAISING INITIATIVE THAT HONORS INDIVIDUALS AND ORGANIZATIONS FOR EXTRAORDINARY CONTRIBUTIONS, CONSISTENT LEADERSHIP, STEADFAST DEDICATION, AND OUTSTANDING ACHIEVEMENT IN THE WORLD OF CONSERVATION. THESE

- 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 ▶ \_\_\_\_\_

- 15 a 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 explanation 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).

REMARKABLE GROUPS ARE MAKING A WORLD OF DIFFERENCE FOR ANIMALS AND HABITATS HERE AND AROUND THE GLOBE. THE GLOBAL CONSERVATION GALA IS AN IMPORTANT PLATFORM USED TO ADVANCE THE ZOO'S MISSION. OVER THE YEARS, THE SUPPORT GARNERED THROUGH THE GALA HAS SET A TRANSFORMATIVE COURSE FOR A NEARLY EXTINCT PRIMATE FROM SOUTHEASTERN BRAZIL, THE GOLDEN LION TAMARIN; CREATED CAMPAIGNS FOCUSED ON CRITICALLY-ENDANGERED GREAT APES AND BIG CATS TO INSPIRE AND EMPOWER LOCAL STUDENTS AND GUESTS TO BETTER

- 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 ▶ \_\_\_\_\_

- 15 a 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 explanation 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).

UNDERSTAND HOW THEIR EVERYDAY CHOICES IMPACT THE ENVIRONMENT; AND

HIGHLIGHTED LOCAL, NATIONAL AND GLOBAL BENEFITS OF ZOO360, A PIONEERING

FIRST-IN-THE-WORLD ANIMAL TRAIL AND EXPLORATION SYSTEM. SINCE ITS

INCEPTION IN 2010, PHILADELPHIA ZOO'S GLOBAL CONSERVATION GALA, HAS

RAISED MORE THAN \$3.5 MILLION TO SUPPORT PHILADELPHIA ZOO'S CONSERVATION

MISSION OF CONNECTING PEOPLE WITH WILDLIFE, CREATING JOYFUL DISCOVERY AND

INSPIRING ACTION FOR ANIMALS AND HABITATS.

990, SCHEDULE G, PART I - HIGHEST PAID FUNDRAISER

NAME AND ADDRESS OF FUNDRAISER	ACTIVITY	DID FUNDRAISER HAVE CUSTODY OR CONTROL OF CONTRIBUTIONS?		GROSS RECEIPTS FROM ACTIVITY	AMOUNT PAID TO (OR RETAINED BY) FUNDRAISER	AMOUNT PAID TO (OR RETAINED BY) ORGANIZATION
		YES	NO			
JAIME L. HOWARD, LLC 2830 SOUTH ALDER STREET PHILADELPHIA PA 19148	CAMPAIGN CONSULTING		X		177,619.	
RICHARD BOHRER 7 BOLTON COURT WILMINGTON DE 19810	GRANTS CONSULTING		X		85,200.	
SCHULTZ & WILLIAMS, INC. 1617 JFK BLVD., SUITE 1700 PHILADELPHIA PA 19103	CAMPAIGN CONSULTING		X		27,600.	
KEY ELEMENTS GROUP, LLC 1601 MARKET STREET PHILADELPHIA PA 19103	CAMPAIGN CONSULTING		X		20,000.	
CRAIG HAMILTON 227 SOUTH 6TH STREET, UNIT 1-SW PHILADELPHIA PA 19106	CAMPAIGN CONSULTING		X		15,273.	

**SCHEDULE I  
(Form 990)**

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

OMB No. 1545-0047

**2017**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

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

▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

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

- Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?  Yes  No
- Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

**Part II Grants and Other Assistance to 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 noncash assistance	(h) Purpose of grant or assistance
(1) VIRGINIA TECH FOUNDATION 210B CHEATHAM HALL BLACKSBURG, VA 24061	54-0721690	501(C)(3)	13,200.				JAGUAR CONSERVATION
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

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

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

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

Schedule I (Form 990) (2017)

**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
1 ZOOCREW COLLEGE SCHOLARSHIP	21.	35,607.			
2					
3					
4					
5					
6					
7					

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

PROCEDURE OF MONITORING GRANTS IN US

SCHEDULE I, PART I, LINE 2

THE PHILADELPHIA ZOO AWARDS, CONTRIBUTES, AND GRANTS FUNDS TO ORGANIZATIONS WITH ALIGNED MISSIONS, WHICH INCLUDES THE SELECTION OF SOME ORGANIZATIONS TO PARTICIPATE IN THE ALBERT M. GREENFIELD UNLESS CONTEST. THE ALBERT M. GREENFIELD UNLESS CONTEST CREATES AWARENESS THAT INSPIRES SOLUTIONS AND ACTIONS TO IMPACT THE FUTURE OF WILDLIFE. THE ZOO, IN PARTNERSHIP WITH AREA COLLEGES AND UNIVERSITIES AS WELL AS THE ALBERT M. GREENFIELD FOUNDATION, AWARDS SCHOLARSHIPS TO INDIVIDUALS AS PART OF OUR ZOO CHAMPIONS FOR RESTORING ENDANGERED WILDLIFE (ZOO CREW) PROGRAM.

**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
1					
2					
3					
4					
5					
6					
7					

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

ZOOCREW IS A DIVERSE, MULTI-YEAR YOUTH MENTORING AND ENGAGEMENT PROGRAM THAT CREATES CONSERVATION-MINDED, CIVICALLY ENGAGED CITIZENS. THEIR ZOOCREW EXPERIENCE AND EXPOSURE TO STEM (SCIENCE, TECHNOLOGY, ENGINEERING, AND MATH) ACTIVITIES COMPELS MANY OF OUR PROGRAM PARTICIPANTS TO PURSUE STUDIES IN STEM, INCREASING RECRUITMENT OF UNDER-REPRESENTED GROUPS IN THESE FIELDS. THIS PROGRAM HAS GRADUATED MORE THAN 154 STUDENTS OVER THE PAST 19 YEARS. ZOOCREW ENLISTS, EQUIPS, AND INSPIRES 14-18 YEAR-OLDS TO BE PART OF THE NEXT GENERATION OF WILDLIFE AND ENVIRONMENTAL STEWARDS. THIS PROGRAM HAS PROVEN TO BE A PLATFORM FOR THE EDUCATIONAL SUCCESS OF ITS PARTICIPANTS, BOASTING A 100%

**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
1					
2					
3					
4					
5					
6					
7					

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

HIGH SCHOOL GRADUATION RATE AND A 96% COLLEGE MATRICULATION RATE, WITH 75% OF ZOOCREW GRADUATES PURSUING UNDERGRADUATE MAJORS IN THE SCIENCES. THE ZOO FOLLOWS UP ANNUALLY WITH MATRICULATED STUDENTS TO REUNITE THE GROUP AND CHECK IN ON THEIR PROGRESS. AS A CONDITION OF GRANTS, THE ZOO REQUIRES PROJECT REPORTS, WHICH DETAIL COMPLETE ACCOUNTABILITY FOR ALL FUNDS RECEIVED, FROM THE ORGANIZATIONS THAT RECEIVE ITS FINANCIAL SUPPORT.



**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.
- ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.

OMB No. 1545-0047

**2017**

**Open to Public Inspection**

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

**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 (such as, 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 on 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 checked="" type="checkbox"/> Compensation committee              | <input type="checkbox"/> Written employment contract                                |
| <input checked="" 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" on 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 nonfixed 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" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

	Yes	No
<b>1a</b>		
<b>1b</b>		
<b>2</b>		
<b>3</b>		
<b>4a</b>		X
<b>4b</b>	X	
<b>4c</b>		X
<b>5a</b>		X
<b>5b</b>		X
<b>6a</b>		X
<b>6b</b>		X
<b>7</b>	X	
<b>8</b>		X
<b>9</b>		

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

Schedule J (Form 990) 2017

**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 aren't 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 VIKRAM H. DEWAN PRESIDENT & CEO	(i)	408,652.	0.	0.	163,500.	29,840.	601,992.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
2 MATTHEW D. MALEK CFO (END 1/12/2018)	(i)	189,172.	0.	0.	0.	17,045.	206,217.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
3 ANDREW J. BAKER CHIEF OPERATING OFFICER	(i)	233,749.	0.	0.	11,833.	23,479.	269,061.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
4 AMY SHEARER CHIEF MARKETING OFFICER	(i)	221,153.	0.	0.	11,209.	20,404.	252,766.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
5 RICHARD WALIGORA VP, FACILITIES	(i)	156,990.	0.	0.	2,825.	23,661.	183,476.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
6 KENNETH L. WOODSON VP, GOVERNMENT & COMM AFFAIRS	(i)	146,845.	0.	0.	7,532.	11,609.	165,986.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
7 CHRISTINE CONTI CONTROLLER	(i)	131,385.	0.	0.	0.	24,479.	155,864.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
8 GERALD GRIFFIN DIRECTOR, INFO TECHNOLOGY	(i)	127,296.	7,711.	0.	6,600.	11,142.	152,749.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
9	(i)							
	(ii)							
10	(i)							
	(ii)							
11	(i)							
	(ii)							
12	(i)							
	(ii)							
13	(i)							
	(ii)							
14	(i)							
	(ii)							
15	(i)							
	(ii)							
16	(i)							
	(ii)							

**Part III Supplemental Information**

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.

## SUPPLEMENTAL NONQUALIFIED RETIREMENT PLAN

SCHEDULE J, PART I, LINE 4B

DURING THE FISCAL YEAR ENDED FEBRUARY 28, 2018, THE CEO PARTICIPATED IN A NEWLY CREATED SUPPLEMENTAL NONQUALIFIED PLAN. THE SUPPLEMENTAL NONQUALIFIED PLAN IS INCLUDED ON THE CALENDAR YEAR 2017 SCHEDULE J, PART II, COLUMN (C) IN THE AMOUNT OF \$150,000. THIS CONTRIBUTION IS UNVESTED AND UNFUNDED AT THIS TIME.

## NON-FIXED PAYMENTS

SCHEDULE J, PART I, LINE 7

THE ZOO HAS IN PLACE A PERFORMANCE EXCELLENCE PLAN WHICH IS AN ANNUAL PERFORMANCE INCENTIVE FOR ELIGIBLE EMPLOYEES BASED ON THE ZOO'S PERFORMANCE AND THE EMPLOYEE'S INDIVIDUAL PERFORMANCE. IT IS DESIGNED TO PROVIDE A FLAT PAYMENT TO ELIGIBLE EMPLOYEES WHEN THE ZOO MEETS SPECIFIC PERFORMANCE CRITERIA IN THE AREAS OF ATTENDANCE, GUEST EXPERIENCE SCORE AND FUNDS AVAILABLE FOR REINVESTMENT IN CONJUNCTION WITH THE EMPLOYEE MEETING INDIVIDUAL ANNUAL PERFORMANCE OBJECTIVES AND BEING ACTIVELY EMPLOYED ON THE AWARD DATE. ELIGIBILITY INCLUDES ALL FULL-TIME AND SCHEDULED PART-TIME STAFF MEMBERS.

**SCHEDULE K  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

A  
**Supplemental Information on Tax-Exempt Bonds**

▶ **Complete if the organization answered "Yes" on Form 990, Part IV, line 24a. Provide descriptions, explanations, and any additional information in Part VI.**

▶ **Attach to Form 990.**

▶ **Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for instructions and the latest information.**

OMB No. 1545-0047

2017

Open to Public  
Inspection

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

**Part I Bond Issues**

(a) Issuer name	(b) Issuer EIN	(c) CUSIP #	(d) Date issued	(e) Issue price	(f) Description of purpose	(g) Defeased		(h) On behalf of issuer		(i) Pooled financing	
						Yes	No	Yes	No	Yes	No
<b>A</b> BOROUGH OF LANGHORNE MANOR HIGHER ED & HEALTH AUTH	23-2581246		08/10/2012	7,750,000.	CONSTRUCTION OF PARKING GARAGE		X		X		X
<b>B</b>											
<b>C</b>											
<b>D</b>											

**Part II Proceeds**

	A		B		C		D	
<b>1</b> Amount of bonds retired . . . . .								
<b>2</b> Amount of bonds legally defeased . . . . .								
<b>3</b> Total proceeds of issue . . . . .	7,750,000.							
<b>4</b> Gross proceeds in reserve funds . . . . .								
<b>5</b> Capitalized interest from proceeds . . . . .								
<b>6</b> Proceeds in refunding escrows . . . . .								
<b>7</b> Issuance costs from proceeds . . . . .	120,350.							
<b>8</b> Credit enhancement from proceeds . . . . .								
<b>9</b> Working capital expenditures from proceeds . . . . .								
<b>10</b> Capital expenditures from proceeds . . . . .	7,750,000.							
<b>11</b> Other spent proceeds . . . . .								
<b>12</b> Other unspent proceeds . . . . .								
<b>13</b> Year of substantial completion . . . . .	2013							
	Yes	No	Yes	No	Yes	No	Yes	No
<b>14</b> Were the bonds issued as part of a current refunding issue? . . . . .		X						
<b>15</b> Were the bonds issued as part of an advance refunding issue? . . . . .		X						
<b>16</b> Has the final allocation of proceeds been made? . . . . .	X							
<b>17</b> Does the organization maintain adequate books and records to support the final allocation of proceeds? . . . . .	X							

**Part III Private Business Use**

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
<b>1</b> Was the organization a partner in a partnership, or a member of an LLC, which owned property financed by tax-exempt bonds? . . . . .		X						
<b>2</b> Are there any lease arrangements that may result in private business use of bond-financed property? . . . . .		X						

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

**Part III Private Business Use (Continued)**

A

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
<b>3a</b> Are there any management or service contracts that may result in private business use of bond-financed property? . . . . .	X							
<b>b</b> If "Yes" to line 3a, does the organization routinely engage bond counsel or other outside counsel to review any management or service contracts relating to the financed property? . . . . .	X							
<b>c</b> Are there any research agreements that may result in private business use of bond-financed property? . . . . .		X						
<b>d</b> If "Yes" to line 3c, does the organization routinely engage bond counsel or other outside counsel to review any research agreements relating to the financed property? . . . . .								
<b>4</b> Enter the percentage of financed property used in a private business use by entities other than a section 501(c)(3) organization or a state or local government . . . . . ▶								
<b>5</b> Enter the percentage of financed property used in a private business use as a result of unrelated trade or business activity carried on by your organization, another section 501(c)(3) organization, or a state or local government . . . . . ▶								
<b>6</b> Total of lines 4 and 5 . . . . .								
<b>7</b> Does the bond issue meet the private security or payment test? . . . . .		X						
<b>8a</b> Has there been a sale or disposition of any of the bond-financed property to a nongovernmental person other than a 501(c)(3) organization since the bonds were issued? . . . . .		X						
<b>b</b> If "Yes" to line 8a, enter the percentage of bond-financed property sold or disposed of . . . . .								
<b>c</b> If "Yes" to line 8a, was any remedial action taken pursuant to Regulations sections 1.141-12 and 1.145-2? . . . . .								
<b>9</b> Has the organization established written procedures to ensure that all nonqualified bonds of the issue are remediated in accordance with the requirements under Regulations sections 1.141-12 and 1.145-2? . . . . .	X							

**Part IV Arbitrage**

	A		B		C		D	
	Yes	No	Yes	No	Yes	No	Yes	No
<b>1</b> Has the issuer filed Form 8038-T, Arbitrage Rebate, Yield Reduction and Penalty in Lieu of Arbitrage Rebate? . . . . .		X						
<b>2</b> If "No" to line 1, did the following apply? . . . . .								
<b>a</b> Rebate not due yet? . . . . .		X						
<b>b</b> Exception to rebate? . . . . .	X							
<b>c</b> No rebate due? . . . . .								
If "Yes" to line 2c, provide in Part VI the date the rebate computation was performed. . . . .								
<b>3</b> Is the bond issue a variable rate issue? . . . . .	X							
<b>4a</b> Has the organization or the governmental issuer entered into a qualified hedge with respect to the bond issue? . . . . .		X						
<b>b</b> Name of provider . . . . .								
<b>c</b> Term of hedge. . . . .								
<b>d</b> Was the hedge superintegrated? . . . . .								
<b>e</b> Was the hedge terminated? . . . . .								



**Part VI** Supplemental Information. Provide additional information for responses to questions on Schedule K (see instructions) (Continued)

## SCHEDULE K

THE PHILADELPHIA ZOO'S \$7.75 MILLION TAX-EXEMPT BOND WAS PART OF THE FUNDING MIX FOR THE CENTENNIAL DISTRICT TRANSPORTATION CENTER. THE FUNDING FOR THE \$24 MILLION PROJECT WAS PROVIDED BY THE TAX-EXEMPT BOND AND A MIX OF FEDERAL, STATE, AND CITY OF PHILADELPHIA INVESTMENTS. IT WAS THE ZOO'S LARGEST CONSTRUCTION PROJECT TO DATE.

IT OPENED TO THE PUBLIC ON APRIL 5, 2013 FEATURING A FOUR-STORY, 683-SPACE PARKING GARAGE, AS WELL AS SIGNIFICANT FUNCTIONAL AND AESTHETIC IMPROVEMENTS TO TRAFFIC FLOW AND PEDESTRIAN RIGHT-OF-WAY. THE GARAGE IS LOCATED ON THE SITE OF A FORMER SURFACE PARKING LOT, ONE BLOCK FROM THE ZOO'S MAIN ENTRANCE.

THIS PROJECT BENEFITS VISITORS, NEIGHBORING CULTURAL ATTRACTIONS, AND THE CENTENNIAL AND PARKSIDE COMMUNITIES BY MAKING THE AREAS NEAR THE ZOO SAFER FOR PEDESTRIANS AND VEHICLES. THE PROJECT INCLUDES LIGHTING, STREETScape AND SUSTAINABLE LANDSCAPING, UPGRADES TO TRAFFIC SIGNALS, BETTER SIGNAGE TO IMPROVE TRAFFIC FLOW, IMPROVED ACCESS TO PARKING LOTS, AND ENHANCED PEDESTRIAN SAFETY. MASS TRANSIT IMPROVEMENTS INCLUDE SIGNALLED CROSSWALKS AND BUS PULL-OFFS AT EXISTING STOPS.

**SCHEDULE M  
(Form 990)**

**Noncash Contributions**

OMB No. 1545-0047

**2017**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

Employer identification number

23-1352298

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art . . . . .				
2 Art - Historical treasures . . . . .				
3 Art - Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities - Publicly traded . . . . .	X	22.	1,035,803.	FMV
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 ▶ (ATCH 1) . . . . .		3.	2,602,027.	
26 Other ▶ ( ) . . . . .				
27 Other ▶ ( ) . . . . .				
28 Other ▶ ( ) . . . . .				

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

	Yes	No
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 isn't required to be used for exempt purposes for the entire holding period? . . . . .		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions? . . . . .	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? . . . . .	X	
b If "Yes," describe in Part II.		
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

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

Schedule M (Form 990) (2017)

JSA



**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.

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FORM 990, PART I, LINE 32

THE ZOOLOGICAL SOCIETY OF PHILADELPHIA HAS A MERRILL LYNCH ACCOUNT TO  
ACCEPT STOCK DONATIONS. EACH STOCK DONATION IS SOLD PROMPTLY, AND THE  
CASH FUNDS ARE TRANSFERRED TO THE OPERATING BANK ACCOUNT.

**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.

ATTACHMENT 1

SCHEDULE M, PART I - OTHER NONCASH CONTRIBUTIONS

<u>DESCRIPTION</u>	<u>(A) CHECK</u>	<u>(B) NUMBER OF CONTRIBUTIONS</u>	<u>(C) REVENUES REPORTED</u>	<u>(D) METHOD OF DETERMINING</u>
WATER	X	1.	2,296,516.	FMV OF DON. PROP.
MEDIA	X	1.	176,142.	FMV OF DON. PROP.
MULTI BUILDING UPGRADES	X	1.	129,369.	FMV OF DON. PROP.
TOTALS		<u>3.</u>	<u>2,602,027.</u>	

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

Department of the Treasury  
Internal Revenue Service

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

**Supplemental Information to Form 990 or 990-EZ**

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

▶ Attach to Form 990 or 990-EZ.

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

OMB No. 1545-0047

**2017**

**Open to Public  
Inspection**

Employer identification number

23-1352298

REVIEW OF FORM 990

FORM 990, PART VI, SECTION B, LINE 11

THE FORM 990 WAS PREPARED BY A NATIONAL ACCOUNTING FIRM WITH THE ASSISTANCE OF MANAGEMENT. AN INITIAL AND DETAILED REVIEW OF THE COMPLETED FORM 990 IS PERFORMED BY THE ORGANIZATION'S CHIEF FINANCIAL OFFICER AND CHIEF EXECUTIVE OFFICER PRIOR TO FILING. FOLLOWING THEIR REVIEW, THE FORM 990 IS PRESENTED TO AND REVIEWED IN DETAIL BY THE AUDIT, SAFETY AND COMPLIANCE COMMITTEE AT A COMMITTEE MEETING. ADDITIONALLY, THE TAX PARTNER FROM THE ACCOUNTING FIRM THAT PREPARES THE FORM 990 ATTENDS SUCH MEETING. SUBSEQUENT TO THE COMMITTEE'S REVIEW, A COPY OF THE FORM 990 IS PROVIDED TO EACH MEMBER OF THE BOARD OF DIRECTORS. EACH BOARD MEMBER HAS AMPLE TIME AND OPPORTUNITY TO RAISE QUESTIONS ABOUT ANY ITEM IN THE FORM 990 PRIOR TO ITS FILING.

CONFLICT OF INTEREST POLICY

FORM 990, PART VI, SECTION B, LINE 12

THE PHILADELPHIA ZOO MAINTAINS WRITTEN CONFLICT OF INTEREST POLICIES FOR DIRECTORS AND EMPLOYEES. EACH YEAR, ALL DIRECTORS, OFFICERS AND EMPLOYEES IN MANAGEMENT POSITIONS ARE REQUIRED TO COMPLETE A CONFLICT OF INTEREST DECLARATION. ALL CONFLICTS INVOLVING A DIRECTOR ARE REVIEWED BY THE NOMINATING AND GOVERNANCE COMMITTEE OF THE BOARD; ADDITIONALLY, SUCH CONFLICTS ARE DISCLOSED TO THE ENTIRE BOARD. ANY BOARD MEMBER WITH A CONFLICT OF INTEREST IS REQUIRED TO RECUSE HIM/HERSELF FROM ANY

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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DISCUSSION, NEGOTIATION, DELIBERATION OR DECISION MAKING INVOLVING THE TRANSACTION CAUSING THE CONFLICT. ALL INTERESTS INVOLVING AN EMPLOYEE ARE REVIEWED BY THE VP OF HUMAN RESOURCES, THE CHIEF FINANCIAL OFFICER AND THE CHIEF EXECUTIVE OFFICER. ANY INTERESTS THAT CREATE A CONFLICT ARE REPORTED TO THE AUDIT, SAFETY AND COMPLIANCE COMMITTEE BY THE CHIEF EXECUTIVE OFFICER.

#### EXECUTIVE COMPENSATION REVIEW

FORM 990, PART VI, SECTION B, LINE 15

THE CHIEF EXECUTIVE OFFICER'S PERFORMANCE IS REVIEWED ANNUALLY BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS. THE EXECUTIVE COMMITTEE IS CHARGED WITH THE RESPONSIBILITIES OF A COMPENSATION COMMITTEE. IN CONJUNCTION WITH THIS PERFORMANCE APPRAISAL, THE CEO'S COMPENSATION IS REVIEWED AND ESTABLISHED BY THE COMMITTEE WITH FINAL APPROVAL BY THE BOARD. THIS COMPENSATION REVIEW INCLUDES USE OF COMPARABILITY DATA (FOR BOTH PEER ORGANIZATIONS AND LOCAL MARKET BENCHMARKING), SALARY SURVEYS AND OTHER RELEVANT AND INDEPENDENT DATA. CONTEMPORANEOUS SUBSTANTIATION OF THE EXECUTIVE COMMITTEE'S REVIEWS AND DECISIONS IS MAINTAINED. AS FOR THE APPROXIMATE 10 INDIVIDUALS THAT COMPRISE THE SENIOR LEADERSHIP TEAM, THE CHIEF EXECUTIVE OFFICER PRESENTS TO THE EXECUTIVE COMMITTEE FOR DISCUSSION THEIR PERFORMANCE REVIEWS, AS WELL AS HIS COMPENSATION RECOMMENDATIONS AND RELATED PEER ORGANIZATION AND LOCAL MARKET SALARY BENCHMARKING. THE COMPENSATION AND BENEFITS OF THE CEO'S DIRECT REPORTS ARE ALSO APPROVED, PRIOR TO IMPLEMENTATION, BY THE EXECUTIVE COMMITTEE.

#### GOVERNING DOCUMENTS

FORM 990, PART VI, SECTION C, LINE 19

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THE PHILADELPHIA ZOO WILL PROVIDE COPIES OF ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AUDITED FINANCIAL STATEMENTS AND FORM 990 TO THE PUBLIC UPON REQUEST. THE ORGANIZATION ALSO ALLOWS THE PUBLIC THE OPPORTUNITY TO INSPECT THESE DOCUMENTS AT THE ORGANIZATION'S OFFICE UPON REQUEST. ALTERNATIVELY, THE ORGANIZATION POSTS ITS FORM 990 AND AUDITED FINANCIAL STATEMENTS ON ITS WEBSITE.

## RECONCILIATION OF NET ASSETS

FORM 990, PART XI, LINE 9

CHANGES IN BENEFIT OBLIGATIONS	\$619,820
INTEREST RATE SWAP ADJUSTMENT	\$(75,210)
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	\$544,610

## OTHER PROGRAM SERVICES

FORM 990, PART III, LINE 4D

PHILADELPHIA ZOO HAS AN IMPORTANT RELATIONSHIP WITH ITS SURROUNDING COMMUNITY. THIS RELATIONSHIP WAS ENHANCED BY COMPLETION OF THE CENTENNIAL DISTRICT INTERMODAL TRANSPORTATION CENTER IN 2013. THIS PROJECT INCLUDED A FOUR-STORY, 683-SPACE PARKING LOT LOCATED ON 35TH & GIRARD AVENUE, AS WELL AS ENHANCEMENTS SUCH AS LIGHTING, STREETScape, SUSTAINABLE LANDSCAPING, TRAFFIC SIGNALS AND SIGNAGE THAT IMPROVED TRAFFIC FLOW AT THE I-76 OFF-RAMPS, PEDESTRIAN SAFETY, AND FACILITATED ACCESS TO MULTIPLE PARKING LOTS. MASS TRANSIT IMPROVEMENTS ALSO INCLUDE SIGNALLED CROSSWALKS AND BUS PULL-OFFS AT EXISTING SEPTA STOPS. PHILADELPHIA ZOO CONTINUES TO

Name of the organization

ZOOLOGICAL SOCIETY OF PHILADELPHIA

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ADVOCATE FOR A PASSENGER TRAIN STOP, WHICH WOULD RECREATE A STOP THAT SERVICED THE ZOO UNTIL THE 1940'S. IN ADDITION TO BEING A GREENER WAY TO TRAVEL, ACCESS TO A ZOO TRAIN WOULD INCREASE THE NUMBER OF VISITORS TO THE ZOO THEREFORE INCREASING ECONOMIC IMPACT. IT WOULD ALSO PROVIDE ACCESS TO TRAVEL TO THE SUBURBS AND OTHER LOCATIONS FOR WORK AND OR RECREATION FOR THOSE RESIDING IN THE COMMUNITY.

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 ATTACHMENT 1
 

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 FORM 990, PART III - PROGRAM SERVICE, LINE 4A
 

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EXHIBITS AND GARDEN CARE: PHILADELPHIA ZOO'S MISSION IS TO CONNECT PEOPLE WITH WILDLIFE, WHILE CREATING JOYFUL DISCOVERY AND INSPIRING ACTION FOR ANIMALS AND HABITATS. ACCREDITED BY THE ASSOCIATION OF ZOOS AND AQUARIUMS, PHILADELPHIA ZOO, AMERICA'S FIRST ZOO, WELCOMES MORE THAN 1.2 MILLION VISITORS EACH YEAR THROUGH ITS HISTORIC GATES.

FOR THE LAST TEN YEARS, PHILADELPHIA ZOO HAS BEGUN TO REIMAGINE AND TRANSFORM ITS CAMPUS AND THE OVERALL ZOO EXPERIENCE, WITH THE ADDITIONS OF AWARD-WINNING EXHIBITS SUCH AS THE PIONEERING ZOO360, KIDZOO: HAMILTON FAMILY CHILDREN'S ZOO & FARIS FAMILY EDUCATION CENTER, MCNEIL AVIAN CENTER AND KEY BANK BIG CAT FALLS.

ZOO360 IS AN INNOVATIVE, FIRST-IN-THE-WORLD SYSTEM OF SEE-THROUGH TRAILS PASSING THROUGH TREETOPS, CROSSING OVER PATHWAYS AND CONNECTING HABITATS, PROVIDING ANIMALS LIKE AMAZING BIG CATS, MAJESTIC PRIMATES AND MARVELOUS MEERKATS OPPORTUNITIES TO TRAVEL AND EXPLORE. ZOO360 OFFERS EXCITING AND ENRICHING EXPERIENCES FOR ANIMALS AND VISITORS ALIKE, TAKING THE ZOO EXPERIENCE TO A WHOLE

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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ATTACHMENT 1 (CONT'D)

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NEW LEVEL. ZOO360 BENEFITS ANIMAL BY OFFERING MORE OPPORTUNITIES FOR LONG-DISTANCE TRAVEL, GREATER ENVIRONMENTAL VARIETY AND AN INCREASED ABILITY TO DETERMINE THEIR OWN EXPERIENCES, WHILE SIMILARLY ENHANCING THE VISITOR EXPERIENCE BY CREATING A MORE DYNAMIC ENGAGEMENT. ANIMALS ARE ON THE MOVE LIKE NEVER BEFORE AT PHILADELPHIA ZOO, NOW AS YOU MOVE AROUND THE ZOO, THE ZOO MOVES AROUND YOU.

ZOO360 TRAILS LINK EXISTING HABITATS, SO ANIMALS WITH SIMILAR HABITAT REQUIREMENTS CAN UTILIZE EACH OTHER'S SPACES IN A TIME-SHARING SITUATION. ZOO360 IS ANOTHER FIRST AT PHILADELPHIA ZOO AND IN THE WORLD, AND SHOWCASES THE ZOO'S COMMITMENT TO EXCELLENCE IN ANIMAL CARE AND INSPIRING GUESTS TO CONSERVATION ACTION.

FIVE COMPONENTS OF ZOO360 ARE CURRENTLY USED - TREETOP TRAIL, OPENED IN JUNE 2011, THE GREAT APE TRAIL, OPENED IN AUGUST 2012, BIG CAT CROSSING, OPENED MAY 2014, GORILLA TREETWAY OPENED IN MAY 2015 AND MEERKAT MAZE OPENED IN JUNE 2016. FUTURE PLANS INCLUDE ADDITIONAL OVERHEAD AND GROUND BASED TRAILS FOR A VARIETY OF ANIMALS OFFERING MORE OPPORTUNITIES FOR LONG-DISTANCE TRAVEL.

AT THE HEART OF THE CAMPUS IS KIDZOO: HAMILTON FAMILY CHILDREN'S ZOO & FARIS FAMILY EDUCATION CENTER, AN INDOOR-OUTDOOR WILDLIFE ACADEMY AND CHILDREN'S ZOO THAT BOASTS INTERACTIVE, EDUCATIONAL

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ATTACHMENT 1 (CONT'D)

EXPERIENCES FOR THE YOUNGEST ENVIRONMENTAL STEWARDS. KIDZOOO OFFERS DYNAMIC DISPLAYS, HANDS-ON LEARNING AND RARE AND UNUSUAL GOATS, SHEEP, CHICKENS AND DUCKS FOR TODDLERS AND TWEENS ALIKE. LOCATED ON THE SITE OF THE FORMER PACHYDERM HOUSE, KIDZOOO WAS DESIGNED WITH SPECIAL NEEDS COMMUNITIES IN MIND AND WITH THE INPUT OF EXPERTS FROM THE CHILDREN'S HOSPITAL OF PHILADELPHIA'S CENTER FOR AUTISM RESEARCH, THE OVERBROOK SCHOOL FOR THE BLIND AND OTHERS. EXHIBITS FEATURE UNIVERSAL DESIGN ELEMENTS, SIGNAGE IN BRAILLE, SIGN LANGUAGE AND A PICTURE EXCHANGE SYSTEM FOR VERY YOUNG CHILDREN OR THOSE ON THE AUTISM SPECTRUM, AS WELL AS AUDIO AND TACTILE ELEMENTS. THE SITE IS WHEELCHAIR ACCESSIBLE AND BUILDINGS FEATURE POWER DOORS. AMENITIES ALSO INCLUDE ADOLESCENT-SIZE CHANGING TABLES IN FAMILY RESTROOMS.

KIDZOOO IS LEED GOLD CERTIFIED AND UTILIZES ELEMENTS SUCH AS GEOTHERMAL WELLS FOR HEATING AND COOLING; DAYLIGHTING; RAIN WATER COLLECTION FOR USE AS GRAY WATER TO FLUSH THE PUBLIC TOILETS; RAIN GARDENS AND VEGETATED ROOFS TO REDUCE WATER RUNOFF INTO STORM DRAINS; BUILDING REUSE (RENOVATION OF THE FORMER PACHYDERM EXHIBIT); AND RECYCLED AND SALVAGE BUILDING MATERIALS.

KIDZOOO HAS RECEIVED SEVERAL PRESTIGIOUS HONORS INCLUDING:

- THE GROUNDBREAKER AWARD FROM THE DELAWARE VALLEY GREEN BUILDING COUNCIL
- THE CONSTRUCTION AWARD FROM PRESERVATION PENNSYLVANIA



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ATTACHMENT 1 (CONT'D)

-BEST NEW STORMWATER CONTROL MEASURE FROM TEMPLE/VILLANOVA

SUSTAINABLE STORMWATER INITIATIVE

-THE MAYOR'S COMMISSION ON PEOPLE WITH DISABILITIES

-THE GRAND JURY AWARD FROM THE PRESERVATION ALLIANCE FOR GREATER  
PHILADELPHIA

-2014 EXHIBIT OF THE YEAR FROM ASSOCIATION OF ZOOS AND AQUARIUMS  
(AZA)

MCNEIL AVIAN CENTER SHOWCASES LUSH WALK-THROUGH HABITATS, WHICH  
HOUSE OVER 100 RARE AND ENDANGERED BIRDS FROM AROUND THE WORLD...  
NOTABLE FEATURES INCLUDE THE RAINFOREST, WHICH IMMERSSES VISITORS  
IN COLOR AND SOUND AS THEY ARE SURROUNDED BY BIRD SPECIES, AND THE  
MULTI-SENSORY 4-D MIGRATION THEATER.

KEY BANK BIG CAT FALLS OFFERS IS A STUNNING LANDSCAPE OF HABITATS  
WHERE GUESTS COME FACE-TO-FACE WITH ENDANGERED BIG CATS FROM  
AROUND THE WORLD, INCLUDING BEAUTIFUL SNOW LEOPARDS, PLAYFUL  
PUMAS, CRITICALLY-ENDANGERED AMUR TIGERS, TWO PRIDES OF AFRICAN  
LIONS, JAGUARS AND AMUR LEOPARDS AND MORE. BIG CATS MOVE FROM ONE  
EXHIBIT TO ANOTHER UTILIZING BIG CAT CROSSING, AN EXTENSION OF  
ZOO360 THAT CROSSES OVER THE MAIN VISITOR PATH STOPPING GUESTS IN  
THEIR TRACKS. AT THE CENTER OF THE EXHIBIT, A CASCADING 12-FOOT  
WATERFALL BECKONS GUESTS TO DASH UNDER ITS STREAM ON THEIR WAY TO  
BUCK BASE CAMP, WHERE THEY CAN EXPERIENCE AN ACTIVITY-FILLED  
RESEARCH STATION. INSIDE OF THE BIG CAT THEATRE, GUESTS CAN VIEW A

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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ATTACHMENT 1 (CONT'D)

SHORT BUT VISUALLY STUNNING FILM FEATURING BIG CATS SHOWCASING  
THEIR STRENGTH, FEROCITY AND BEAUTY.

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ATTACHMENT 2

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

ANIMAL CARE: PHILADELPHIA ZOO IS ONE OF FOREMOST CONSERVATION ORGANIZATIONS AND HOME TO 2,850 RARE AND ENDANGERED ANIMALS OF MORE THAN 300 SPECIES. THROUGHOUT ITS HISTORY, PHILADELPHIA ZOO HAS PROVIDED EXCEPTIONAL CARE FOR ANIMALS WHILE EDUCATING AND INSPIRING GUESTS AND PARTICIPATING IN IN WORLDWIDE CONSERVATION EFFORTS. KNOWN FOR CONTINUED INNOVATION, COMMITMENT TO WILDLIFE, AND ACHIEVING LONGEVITY RECORDS, PHILADELPHIA ZOO IS A ZOO OF MANY FIRSTS. RANGING FROM HAVING THE FIRST ORANGUTAN AND CHIMPANZEE BORN IN THE U.S. IN THE 1920'S TO THE FIRST GIANT RIVER OTTER BORN IN THE U.S. IN 2004 TO THE CREATION OF ZOO360 A FIRST-IN-THE-WORLD ANIMAL TRAVEL AND EXPLORATION SYSTEM DEVELOPED IN 2011 AND NOW IMPLEMENTED IN MORE THAN 20 ZOOS ACROSS THE GLOBE, PHILADELPHIA ZOO, CONTINUES TO SET STANDARDS ACROSS THE INDUSTRY.

PHILADELPHIA ZOO IS PART OF A GREATER MISSION TO CREATE NATIONAL ZOO CONSERVATION AND BREEDING PROGRAMS FOR ENDANGERED SPECIES. THE ZOO WORKS IN COOPERATION WITH OTHER ACCREDITED ZOOS IN NORTH AMERICA AND WORLDWIDE VIA THE SPECIES SURVIVAL PLAN® (SSP), A COOPERATIVE EFFORT USED TO MANAGE AND BREED ENDANGERED AND OTHER ANIMAL SPECIES TO ENSURE HEALTHY, SELF-SUSTAINING GENETICALLY

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ATTACHMENT 2 (CONT'D)

DIVERSE ANIMAL POPULATIONS. THESE BREEDING PROGRAMS SERVE AS SAFETY NETS FOR SPECIES THAT ARE THREATENED WITH EXTINCTION IN THE WILD.

PHILADELPHIA ZOO CONTINUES TO REACH NEW HEIGHTS IN ALL AREAS OF ITS MISSION, OFFERING STATE-OF-THE-ART ANIMAL EXHIBITS AND HEALTH-CARE FACILITIES, AWARD-WINNING EDUCATION AND CONSERVATION PROGRAMS, EXCEPTIONAL GUEST SERVICES, SCIENTIFIC ACCOMPLISHMENTS MAKING THIS HISTORICALLY SIGNIFICANT VENUE ONE OF THE MOST RENOWNED ZOOS IN THE WORLD.

ATTACHMENT 3

FORM 990, PART III - PROGRAM SERVICE, LINE 4C

EDUCATION AND CONSERVATION PROGRAMMING: DRIVEN BY A PASSION FOR PROMOTING ACTIONS THAT SUPPORT WILDLIFE CONSERVATION, THE ZOO OFFERS A BROAD PORTFOLIO OF DYNAMIC, ORIGINAL, AND AWARD-WINNING

THE ZOO OFFERS HANDS-ON, CURRICULUM-CONNECTED AND MISSION-FOCUSED ANIMAL EXPERIENCES MORE THAN 170,000 SCHOOLCHILDREN EACH YEAR.

BELOW ARE EXAMPLES OF SPECIFIC PROGRAMMING THAT WORKS TO INSPIRE THE NEXT GENERATION OF ENVIRONMENTAL STEWARDS.

FIELD TRIPS

AN IMMERSIVE EXPERIENCE THAT HELPS BUILD EMPATHY AND ENCOURAGE STUDENTS TO MAKE SMALL CHANGES IN THEIR EVERYDAY LIFE THAT CAN

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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 ATTACHMENT 3 (CONT'D)
 

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HAVE AN IMPACT ON ANIMALS AROUND THE WORLD. A FIELD TRIP TO THE ZOO IS AN EXPERIENCE THAT WILL LAST A LIFETIME.

COMMUNITY ACCESS PROGRAM (CAP)

IN PARTNERSHIP WITH INDIVIDUAL, CORPORATE, AND FOUNDATION DONORS THROUGHOUT THE REGION, THE ZOO PROVIDES FREE VISITS AND ENGAGING LEARNING OPPORTUNITIES TO MORE THAN 60,000 STUDENTS FROM TITLE I SCHOOLS ANNUALLY. BY COMMITTING TO AT LEAST 5% OF OUR VISITORS COMING THROUGH CAP EACH YEAR, THE ZOO HAS MADE FREE ZOO VISITS POSSIBLE FOR MORE THAN 425,000 UNDERSERVED STUDENTS OVER THE PAST DECADE.

THE UNLESS CONTEST

THE ALBERT M. GREENFIELD UNLESS CONTEST CHALLENGES CLASSES OF K-12TH GRADE STUDENTS TO WORK TOGETHER TO DEVELOP CREATIVE SOLUTIONS TO PROBLEMS THAT IMPACT WILDLIFE. STUDENTS ARE PRESENTED

HABITAT DESTRUCTION RELATED TO PALM OIL PRODUCTION OR CLIMATE CHANGE. OVER THE PAST FIVE YEARS, OVER 12,500 SCHOOLCHILDREN FROM MORE THAN 200 SCHOOLS IN THE REGION HAVE PARTICIPATED IN THE UNLESS CONTEST, REACHING 2 TO 4 MILLION PEOPLE WITH THEIR CONSERVATION MESSAGES EACH YEAR!

A MULTI-YEAR YOUTH MENTORING AND ENGAGEMENT PROGRAM, ZOOCREW CREATES CONSERVATION-MINDED, CIVICALLY ENGAGED CITIZENS.

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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ATTACHMENT 3 (CONT'D)

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PHILADELPHIA TEENS WITH A DIVERSE ARRAY OF BACKGROUNDS AND EXPERIENCES LEARN TO CARE FOR ANIMALS, EDUCATE ZOO GUESTS, AND EQUIP THEMSELVES WITH TOOLS TO CREATE LONG-TERM CHANGE IN THE WORLD. ZOOCREW IS A WONDERFUL PLATFORM FOR EDUCATIONAL SUCCESS, WITH A 100% HIGH SCHOOL GRADUATION RATE AND A 96% COLLEGE MATRICULATION RATE.

THROUGH A SERIES OF FOCUSED EFFORTS, THE ZOO HAS DEFINED ITS ROLE AS A CONSERVATION ORGANIZATION WORKING TO SIGNIFICANTLY DEEPEN POSITIVE IMPACT ON WILDLIFE AND THE ENVIRONMENT. THE GREATEST OPPORTUNITY TO ACHIEVE CONSERVATION IMPACT IS THROUGH PARTNERING WITH THE MILLIONS OF DAY-TO-DAY GUESTS THAT VISIT ONSITE OR ONLINE; THE THOUSANDS OF SCHOOLCHILDREN INSPIRED EACH YEAR THROUGH VISITS AND OUTREACH; AND BY LEVERAGING ACCESS TO A DIVERSE GROUP OF LOCAL AND INTERNATIONAL STAKEHOLDERS WHO SHARE COMMITMENT TO MAKING THE WORLD A BETTER PLACE FOR PEOPLE AND WILDLIFE.

THE ZOO HAS ADOPTED AN ACTION-ORIENTED VISION FOR OUR CONSERVATION AND EDUCATION EFFORTS, DEDICATING RESOURCES TO IMPLEMENTING PROGRAMMING TO ENGAGE OUR ONSITE AUDIENCES AND OUR COMMUNITY IN DIRECT CONSERVATION ACTION. OUR PROGRAM IS DESIGNED AROUND A THEORY OF CHANGE. OUR CHANGE FRAMEWORK LEVERAGES THE EMPATHETIC CONNECTION GUESTS MAKE WITH ANIMALS AT THE ZOO AND BY SHARING TOOLS THAT EMPOWER EVERYONE TO TAKE ACTION IN THEIR DAILY LIVES, PEOPLE WHO CONNECT WITH THE ZOO WILL MAKE A WORLD OF DIFFERENCE BY BECOMING CONSERVATION-MINDED, CIVICALLY ENGAGED ADVOCATES FOR

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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ATTACHMENT 3 (CONT'D)

WILDLIFE AND HABITAT.

PHILADELPHIA ZOO WORKS TO ENGAGE VISITORS ABOUT THE POSITIVE CORRELATION BETWEEN REDUCING CARBON DIOXIDE EMISSIONS AND CONSERVING THE PLANET'S WILDLIFE POPULATION. ENERGY USE AND FOREST LOSS ARE THE LEADING GLOBAL SOURCES OF CARBON EMISSIONS WHICH ARE ALREADY CHANGING THE CLIMATE AND THREATENING THE SURVIVAL OF MANY ENDANGERED SPECIES. MIGRATORY PATTERNS OF BIRDS AND POLLINATORS LIKE BUTTERFLIES AND BEES ARE DISRUPTED, RAINFALL CHANGES ARE IMPACTING THE MOIST CONDITIONS NECESSARY FOR SPECIES LIKE FROGS TO BREED, RISING OCEAN TEMPERATURES ARE JEOPARDIZING ENTIRE FOOD CHAINS AND CONTINUED LOSS OF FOREST COULD LEAD TO ORANGUTAN EXTINCTION BY 2050.

THE ZOO IS COMMITTED TO REDUCING THE IMPACTS OF A CHANGING CLIMATE ON WILDLIFE HERE AND AROUND THE WORLD. EVERYDAY CHOICES AROUND SAVING ELECTRICITY, CONSERVING WATER, AND RECYCLING, ALONG WITH ADVOCATING FOR THE PROTECTION OF NATURAL RESOURCES LIKE FORESTS, CAN HELP WILDLIFE AND THE ENVIRONMENT. EVERY CONNECTION WITH THE ZOO IS AN OPPORTUNITY FOR GUESTS TO CONNECT WITH WILDLIFE AND BE INSPIRED TO CONSERVATION ACTION. ZOO STAFF AND VOLUNTEERS ENGAGE IN CONSERVATION ACTIVITIES IN THE FOLLOWING AREAS:

- ENDANGERED SPECIES BREEDING PROGRAMS
- EDUCATION
- INTERNATIONAL CONSERVATION

Name of the organization ZOOLOGICAL SOCIETY OF PHILADELPHIA	Employer identification number 23-1352298
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ATTACHMENT 3 (CONT'D)

-LOCAL CONSERVATION

-GREEN PRACTICES

THE ZOO HAS MANAGED A ROBUST NATIONAL AND INTERNATIONAL CONSERVATION PROGRAM FOR MANY YEARS AND HAS RECEIVED NUMEROUS AWARDS AND RECOGNITION FOR THOSE EFFORTS. FIELD PROJECTS AROUND THE GLOBE RANGE FROM THE STREETS OF PHILADELPHIA TO THE RAINFORESTS OF BORNEO INCLUDING:

-AMPHIBIANS IN HISPANIOLA (HAITI AND THE DOMINICAN REPUBLIC) AND ECUADOR

-MICRONESIAN KINGFISHER ON THE ISLAND OF GUAM IN THE MARIANA ISLANDS

-RODRIGUES FRUIT BATS ON THE ISLAND OF RODRIGUES IN THE INDIAN OCEAN

-MIGRATORY BIRDS, BUTTERFLIES, AND BEES IN PHILADELPHIA

-ORANGUTANS IN SUMATRA AND BORNEO

-GOLDEN LION TAMARINS IN BRAZIL

-SUMATRAN TIGERS IN SUMATRA

ATTACHMENT 4990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
DAROFF DESIGN, INC. 2121 MARKET STREET PHILADELPHIA, PA 19103	DESIGN	978,593.

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ATTACHMENT 4 (CONT'D)

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

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
HARMELIN MEDIA 525 RIGHTERS FERRY ROAD BALA CYNWYD, PA 19004	ADVERTISING	855,407.
M.R. ROSE CONSTRUCTION, INC. 463 KENWOOD ROAD HUNTINGDON VALLEY, PA 19006	CONSTRUCTION	639,967.
W.H MYERS CONSTRUCTION CO 5219 N.LAWRENCE STREET PHILADELPHIA, PA 19120	CONSTRUCTION	320,399.
ANRO, INC. PRINT & DIGITAL SOLUTIONS 931 SOUTH MATLACK STREET WEST CHESTER, PA 19382	PRINTING	279,038.

ATTACHMENT 5

FORM 990, PART IX - OTHER FEES

<u>DESCRIPTION</u>	(A) <u>TOTAL FEES</u>	(B) <u>PROGRAM SERVICE EXP.</u>	(C) <u>MANAGEMENT AND GENERAL</u>	(D) <u>FUNDRAISING EXPENSES</u>
FACILITIES MAINTENANCE	1,719,618.	1,719,618.		
FINANCIAL AND HR SERVICES	760,654.		760,654.	
SPECIAL EVENTS & ATTRACTIONS	698,613.	698,613.		
MARKETING SERVICES	287,223.		287,223.	
PUBLIC SAFETY	209,535.	209,535.		
IT SERVICES	131,761.		131,761.	
LANDSCAPING SERVICES	81,504.	81,504.		
RECRUITING SERVICES	79,998.			79,998.
VARIOUS OTHER	221,957.	93,618.	109,495.	18,844.
TOTALS	<u>4,190,863.</u>	<u>2,802,888.</u>	<u>1,289,133.</u>	<u>98,842.</u>