Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

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

OMB No 1545-0047

2001

Open to Public Inspection

A For the 2001 calendar year, or tax year period beginning MAY 1, 2001 and ending APR 30, 2002

B Check if applicable: Address change; Name change; Initial return; Final return; Amended return; Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization: THE OCEAN CONSERVANCY

Number and street (or P O box if mail is not delivered to street address): 1725 DESALES STREET, NW — Room/suite: 600

City or town, state or country, and ZIP + 4: WASHINGTON, DC 20036

D Employer identification number: 23-7245152

E Telephone number: (202)429-5609

F Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) ▶

● **Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)**

H and I are not applicable to section 527 organizations

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

H(b) If "Yes," enter number of affiliates ▶

H(c) Are all affiliates included? N/A ☐ Yes ☐ No (If "No," attach a list)

G Web site ▶ WWW.OCEANCONSERVANCY.ORG

J Organization type (check only one) ▶ ☒ 501(c) (3) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

K Check here ▶ ☐ if the organization's gross receipts are normally not more than $25,000 The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data *Some states require a complete return*

H(d) Is this a separate return filed by an organization covered by a group ruling? ☐ Yes ☒ No

I Enter 4-digit GEN ▶

M Check ▶ ☐ if the organization is **not** required to attach Sch B (Form 990, 990-EZ, or 990-PF)

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 31,981,555.

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances

Section	Line	Description		Amount		Total
Revenue	1	Contributions, gifts, grants, and similar amounts received				
	a	Direct public support	1a	7,982,258.		
	b	Indirect public support	1b	117,709.		
	c	Government contributions (grants)	1c	352,559.		
	d	Total (add lines 1a through 1c) (cash $ 8,430,810. noncash $ 21,716.)			1d	8,452,526.
	2	Program service revenue including government fees and contracts (from Part VII, line 93)			2	27,583.
	3	Membership dues and assessments			3	
	4	Interest on savings and temporary cash investments			4	36,682.
	5	Dividends and interest from securities			5	552,407.
	6 a	Gross rents	6a			
	b	Less rental expenses	6b			
	c	Net rental income or (loss) (subtract line 6b from line 6a)			6c	
	7	Other investment income (describe ▶)			7	
	8 a	Gross amount from sale of assets other than inventory — (A) Securities: 22,724,862.	8a	(B) Other:		
	b	Less cost or other basis and sales expenses — (A) 23,116,533.	8b			
	c	Gain or (loss) (attach schedule) — (A) <391,671.>	8c			
	d	Net gain or (loss) (combine line 8c, columns (A) and (B)) STMT 1			8d	<391,671.>
	9	Special events and activities (attach schedule)				
	a	Gross revenue (not including $ ____ of contributions reported on line 1a)	9a			
	b	Less direct expenses other than fundraising expenses	9b			
	c	Net income or (loss) from special events (subtract line 9b from line 9a)			9c	
	10 a	Gross sales of inventory, less returns and allowances	10a	1,922.		
	b	Less cost of goods sold	10b			
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a) STMT 2			10c	1,922.
	11	Other revenue (from Part VII, line 103)			11	185,573.
	12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)			12	8,865,022.
Expenses	13	Program services (from line 44, column (B))			13	10,155,966.
	14	Management and general (from line 44, column (C))			14	1,132,027.
	15	Fundraising (from line 44, column (D))			15	2,332,855.
	16	Payments to affiliates (attach schedule)			16	
	17	Total expenses (add lines 16 and 44, column (A))			17	13,620,848.
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)			18	<4,755,826.>
	19	Net assets or fund balances at beginning of year (from line 73, column (A))			19	22,524,317.
	20	Other changes in net assets or fund balances (attach explanation) SEE STATEMENT 3			20	<807,721.>
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)			21	16,960,770.

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Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22 Grants and allocations (attach schedule) cash $ ______ noncash $ ______	22				
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25 Compensation of officers, directors, etc	25	0.	0.	0.	0.
26 Other salaries and wages	26	4,343,986.	3,509,295.	88,370.	746,321.
27 Pension plan contributions	27	213,936.	172,839.	4,343.	36,754.
28 Other employee benefits	28	1,419,009.	1,146,417.	28,806.	243,786.
29 Payroll taxes	29	391,770.	316,511.	7,953.	67,306.
30 Professional fundraising fees	30	51,041.	553.		50,488.
31 Accounting fees	31	31,497.	25,446.	640.	5,411.
32 Legal fees	32	38,026.	30,268.	2,095.	5,663.
33 Supplies	33	118,470.	108,394.	1,848.	8,228.
34 Telephone	34	174,361.	160,449.	3,798.	10,114.
35 Postage and shipping	35	1,153,392.	602,273.	273,999.	277,120.
36 Occupancy	36	689,695.	600,240.	9,441.	80,014.
37 Equipment rental and maintenance	37	38,573.	34,005.	483.	4,085.
38 Printing and publications	38	1,577,721.	1,017,526.	306,806.	253,389.
39 Travel	39	618,821.	535,460.	10,402.	72,959.
40 Conferences, conventions, and meetings	40	110,772.	95,840.	1,872.	13,060.
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule)	42	156,882.	126,744.	3,185.	26,953.
43 Other expenses not covered above (itemize)					
a	43a				
b	43b				
c	43c				
d	43d				
e SEE STATEMENT 4	43e	2,492,896.	1,673,706.	387,986.	431,204.
44 Total functional expenses (add lines 22 through 43) Organizations completing columns (B)-(D), carry these totals to lines 13-15	44	13,620,848.	10,155,966.	1,132,027.	2,332,855.

Joint Costs Check ▶ [X] if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? ▶ [X] Yes [ ] No

If "Yes," enter (i) the aggregate amount of these joint costs $ 1,327,465. , (ii) the amount allocated to Program services $ 661,673. ,

(iii) the amount allocated to Management and general $ 516,844. , and (iv) the amount allocated to Fundraising $ 148,948.

Part III Statement of Program Service Accomplishments

What is the organization's primary exempt purpose? ▶ SEE STATEMENT 5

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others)
a CITIZENS OUTREACH AND MONITORING--STATEMENT 12 (Grants and allocations $)	1,476,617.
b WILDLIFE CONSERVATION--STATEMENT 12 (Grants and allocations $)	2,081,208.
c INTERNATIONAL INITIATIVE--STATEMENT 12 (Grants and allocations $)	603,711.
d PUBLIC EDUCATION & MEMBER SERVICES--STATEMENT 12 (Grants and allocations $)	3,220,912.
e Other program services (attach schedule) STATEMENT 6 (Grants and allocations $)	2,773,518.
f **Total of Program Service Expenses** (should equal line 44, column (B), Program services) ▶	10,155,966.

Part IV Balance Sheets

Section	Line	Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only			(A) Beginning of year		(B) End of year
Assets	45	Cash - non-interest-bearing			6,795.	45	6,590.
	46	Savings and temporary cash investments			156,948.	46	428,726.
	47 a	Accounts receivable	47a	83,850.			
	b	Less allowance for doubtful accounts	47b		74,479.	47c	83,850.
	48 a	Pledges receivable	48a	2,461,997.			
	b	Less allowance for doubtful accounts	48b	26,000.	3,446,464.	48c	2,435,997.
	49	Grants receivable			220,283.	49	79,415.
	50	Receivables from officers, directors, trustees, and key employees				50	
	51 a	Other notes and loans receivable	51a				
	b	Less allowance for doubtful accounts	51b			51c	
	52	Inventories for sale or use				52	
	53	Prepaid expenses and deferred charges			56,983.	53	226,534.
	54	Investments - securities STMT 7 STMT 8 ▶ ☐ Cost [X] FMV			18,982,288.	54	13,863,330.
	55 a	Investments - land, buildings, and equipment basis	55a				
	b	Less accumulated depreciation	55b			55c	
	56	Investments - other SEE STATEMENT 9			3,000.	56	3,000.
	57 a	Land, buildings, and equipment basis	57a	1,665,310.			
	b	Less accumulated depreciation	57b	457,681.	805,408.	57c	1,207,629.
	58	Other assets (describe ▶ SEE STATEMENT 10)			23,051.	58	23,316.
	59	**Total assets** (add lines 45 through 58) (must equal line 74)			23,775,699.	59	18,358,387.
Liabilities	60	Accounts payable and accrued expenses			1,019,087.	60	1,109,108.
	61	Grants payable				61	
	62	Deferred revenue				62	
	63	Loans from officers, directors, trustees, and key employees				63	
	64 a	Tax-exempt bond liabilities				64a	
	b	Mortgages and other notes payable				64b	
	65	Other liabilities (describe ▶ OTHER LIABILITIES)			232,295.	65	288,509.
	66	**Total liabilities** (add lines 60 through 65)			1,251,382.	66	1,397,617.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here** ▶ [X] and complete lines 67 through 69 and lines 73 and 74					
	67	Unrestricted			17,759,357.	67	12,187,465.
	68	Temporarily restricted			3,426,224.	68	3,243,910.
	69	Permanently restricted			1,338,736.	69	1,529,395.
		Organizations that do not follow SFAS 117, check here ▶ ☐ and complete lines 70 through 74					
	70	Capital stock, trust principal, or current funds				70	
	71	Paid-in or capital surplus, or land, building, and equipment fund				71	
	72	Retained earnings, endowment, accumulated income, or other funds				72	
	73	**Total net assets or fund balances** (add lines 67 through 69 OR lines 70 through 72, column (A) must equal line 19, column (B) must equal line 21)			22,524,317.	73	16,960,770.
	74	**Total liabilities and net assets / fund balances** (add lines 66 and 73)			23,775,699.	74	18,358,387.

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization How the public perceives an organization in such cases may be determined by the information presented on its return Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments

Part IV-A Reconciliation of Revenue per Audited Financial Statements with Revenue per Return

a	Total revenue, gains, and other support per audited financial statements	a	8,079,017.
b	Amounts included on line a but not on line 12, Form 990		
(1)	Net unrealized gains on investments $		
(2)	Donated services and use of facilities $		
(3)	Recoveries of prior year grants $		
(4)	Other (specify) $		
	Add amounts on lines (1) through (4)	b	0.
c	Line a minus line b	c	8,079,017.
d	Amounts included on line 12, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) STMT 11 $ 786,005.		
	Add amounts on lines (1) and (2)	d	786,005.
e	Total revenue per line 12, Form 990 (line c plus line d)	e	8,865,022.

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

a	Total expenses and losses per audited financial statements	a	13,642,564.
b	Amounts included on line a but not on line 17, Form 990		
(1)	Donated services and use of facilities $ 21,716.		
(2)	Prior year adjustments reported on line 20, Form 990 $		
(3)	Losses reported on line 20, Form 990 $		
(4)	Other (specify) $		
	Add amounts on lines (1) through (4)	b	21,716.
c	Line a minus line b	c	13,620,848.
d	Amounts included on line 17, Form 990 but not on line a		
(1)	Investment expenses not included on line 6b, Form 990 $		
(2)	Other (specify) $		
	Add amounts on lines (1) and (2)	d	0.
e	Total expenses per line 17, Form 990 (line c plus line d)	e	13,620,848.

Part V List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
SEE ATTACHED STATEMENT 13	AS NEEDED	0.	0.	0.

75 Did any officer, director, trustee, or key employee receive aggregate compensation of more than $100,000 from your organization and all related organizations, of which more than $10,000 was provided by the related organizations? If "Yes," attach schedule ▶ [ ] Yes [X] No

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Part VI Other Information

				Yes	No
76	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		76		X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes		77	X	
78 a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?		78a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	78b		
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement		79		X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc, to any other exempt or nonexempt organization?		80a		X
b	If "Yes," enter the name of the organization ▶ ______ and check whether it is ☐ exempt OR ☐ nonexempt				
81 a	Enter direct or indirect political expenditures See line 81 instructions	81a 0.			
b	Did the organization file Form 1120-POL for this year?		81b		X
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		82a	X	
b	If "Yes," you may indicate the value of these items here Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III)	82b 21,716.			
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?		83a	X	
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	N/A	83b		
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?		84a		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	N/A	84b		
85	*501(c)(4), (5), or (6) organizations.* a Were substantially all dues nondeductible by members?	N/A	85a		
b	Did the organization make only in-house lobbying expenditures of $2,000 or less?	N/A	85b		
	If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year				
c	Dues, assessments, and similar amounts from members	85c N/A			
d	Section 162(e) lobbying and political expenditures	85d N/A			
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e N/A			
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f N/A			
g	*Does the organization elect to pay the section 6033(e) tax on the amount in 85f?*	N/A	85g		
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount in 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	N/A	85h		
86	*501(c)(7) organizations.* Enter a Initiation fees and capital contributions included on line 12	86a N/A			
b	Gross receipts, included on line 12, for public use of club facilities	86b N/A			
87	*501(c)(12) organizations.* Enter a *Gross income from members or shareholders*	87a N/A			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	87b N/A			
88	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? If "Yes," complete Part IX		88		X
89 a	*501(c)(3) organizations.* Enter Amount of tax imposed on the organization during the year under section 4911 ▶ 0. , section 4912 ▶ 0. , section 4955 ▶ 0.				
b	*501(c)(3) and 501(c)(4) organizations.* Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		89b		X
c	Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958	▶ 0.			
d	Enter Amount of tax on line 89c, above, reimbursed by the organization	▶ 0.			

90 a List the states with which a copy of this return is filed ▶ SEE ATTACHED STATEMENT 15

b Number of employees employed in the pay period that includes March 12, 2001 | 90b | 87

91 The books are in care of ▶ THE OCEAN CONSERVANCY Telephone no ▶ (202) 429-5609

Located at ▶ 1725 DESALES ST., N.W., WASHINGTON, D.C. ZIP + 4 ▶ 20036

92 *Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of* Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the tax year ▶ | 92 | N/A

Part VII Analysis of Income-Producing Activities (See Specific Instructions on page 32.)

Note *Enter gross amounts unless otherwise indicated*	Unrelated business income (A) Business code	(B) Amount	Excluded by section 512, 513, or 514 (C) Exclusion code	(D) Amount	(E) Related or exempt function income
93 Program service revenue					
a PROGRAM SERVICE REVENUE					27,583.
b					
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	36,682.	
96 Dividends and interest from securities			14	552,407.	
97 Net rental income or (loss) from real estate					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	<391,671.>	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					1,922.
103 Other revenue					
a LIST RENTAL			13	60,282.	
b MERCHANDISE ROYALTIES			15	94,536.	
c WORKSHOPS					5,774.
d LOSS ON DISPOSALS					<3,342.>
e MISCELLANEOUS INCOME				28,323.	
104 Subtotal (add columns (B), (D), and (E))		0.		380,559.	31,937.
105 Total (add line 104, columns (B), (D), and (E))				▶	412,496.

Note *Line 105 plus line 1d, Part I, should equal the amount on line 12, Part I*

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See Specific Instructions on page 32.)

Line No ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
	SEE STATEMENT 12

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See Specific Instructions on page 33.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
	%			
N/A	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See Specific Instructions on page 33.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

[redacted] ...panying schedules and statements, and to the best of my knowledge and belief, it is true, ...ation of which preparer has any knowledge.

PETER M. JONES

/02 ▶ VICE-PRESIDENT for FINANCE/ADMIN.

Type or print name and title

[redacted]

SCHEDULE A (Form 990 or 990-EZ)

Department of the Treasury Internal Revenue Service

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n), or Section 4947(a)(1) Nonexempt Charitable Trust

Supplementary Information-(See separate instructions.)

▶ MUST be completed by the above organizations and attached to their Form 990 or 990-EZ

OMB No 1545-0047

2001

Name of the organization: THE OCEAN CONSERVANCY

Employer identification number: 23 7245152

Part I **Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**

(See page 1 of the instructions List each one If there are none, enter "None")

(a) Name and address of each employee paid more than $50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
ROGER T. RUFE, JR. ALEXANDRIA, VA	PRESIDENT 40	181,366.	10,882.	
STEPHANIE DREA BETHESDA, MD	VP: COMMUNIC. 40	131,683.	7,901.	
WARNER CHABOT EMERYVILLE, CA	VP: REG OPER. 40	112,154.	6,729.	
ELLIOT H. GRUBER MCLEAN, VA	VP: MEM. DEV. 40	121,493.	4,370.	
DAVID GUGGENHEIM WASHINGTON,DC	VP: CONS POL. 40	122,370.	6,015.	
Total number of other employees paid over $50,000 ▶	29			

Part II **Compensation of the Five Highest Paid Independent Contractors for Professional Services**

(See page 2 of the instructions List each one (whether individuals or firms) If there are none, enter "None")

(a) Name and address of each independent contractor paid more than $50,000	(b) Type of service	(c) Compensation
METADESIGN 350 PACIFIC AVE, SAN FRANCISCO, CA 94111	SOFTWARE DESIGN	388,878.
IS SQUARED PO BOX 6307, LYNWOOD, WA 98036	SOFTWARE DESIGN	290,365.
NORTHERN LIGHT PRODUCTION 1050 COMMONWEALTH AVE, BOSTON, MA 02215	AUDIO VISUAL PRODUCTION	75,000.
HAYDEN GRAHAM, LLC 5 APOSTLE ISLAND, MADISON, WI 53719	MEMBERSHIP DEVELOPMENT	62,081.
Total number of others receiving over $50,000 for professional services ▶ 0		

Part III Statements About Activities (See page 2 of the instructions)

			Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ $ ______ $ 128,893. (Must equal amounts on line 38, Part VI-A, or line I of Part VI-B)	1	X	
	Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes," must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities			
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? *(If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)*			
a	*Sale, exchange, or leasing of property?*	2a		X
b	Lending of money or other extension of credit?	2b		X
c	Furnishing of goods, services, or facilities?	2c		X
d	Payment of compensation (or payment or reimbursement of expenses if more than $1,000)? SEE PART V, FORM 990	2d	X	
e	Transfer of any part of its income or assets?	2e		X
3	Does the organization make grants for scholarships, fellowships, student loans, etc ? (See Note below)	3		X
4	Do you have a section 403(b) annuity plan for your employees?	4		X

Note *Attach a statement to explain how the organization determines that individuals or organizations receiving grants or loans from it in furtherance of its charitable programs "qualify" to receive payments*

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions)

The organization is not a private foundation because it is (Please check only **ONE** applicable box.)

5 ☐ A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)

6 ☐ A school Section 170(b)(1)(A)(ii) (Also complete Part V)

7 ☐ A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii)

8 ☐ A Federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)

9 ☐ A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) **Enter the hospital's name, city, and state** ▶ ______

10 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)

11a ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)

11b ☐ A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A)

12 ☐ 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 charitable, etc , 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) (Also complete the **Support Schedule** in Part IV-A)

13 ☐ An organization that is not controlled by any disqualified persons (other than foundation managers) and supports organizations described in **(1)** lines 5 through 12 above, or **(2)** section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2) (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above

14 ☐ An organization organized and operated to test for public safety Section 509(a)(4) (See page 6 of the instructions)

Part IV-A **Support Schedule** (Complete only if you checked a box on line 10, 11, or 12) **Use cash method of accounting.**
Note *You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting*

Calendar year (or fiscal year beginning in) ▶	(a) 2000	(b) 1999	(c) 1998	(d) 1997	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28.)	8,587,230.	8,680,312.	8,266,887.	6,987,707.	32,522,136.
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc , purpose	24,299.	70,234.	44,200.	269,460.	408,193.
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	491,771.	567,388.	783,988.	653,937.	2,497,084.
19 Net income from unrelated business activities not included in line 18	0.	49,744.	11,404.	7,124.	68,272.
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	410,664.	63,457.	SEE STATEMENT 13 32,712.	93,615.	600,448.
23 Total of lines 15 through 22	9,513,964.	9,431,135.	9,139,191.	8,011,843.	36,096,133.
24 Line 23 minus line 17	9,489,665.	9,360,901.	9,094,991.	7,742,383.	35,687,940.
25 Enter 1% of line 23	95,140.	94,311.	91,392.	80,118.	

26 **Organizations described on lines 10 or 11** a Enter 2% of amount in column (e), line 24 ▶ 26a 713,759.

b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 1997 through 2000 exceeded the amount shown in line 26a **Do not file this list with your return** Enter the total of all these excess amounts ▶ 26b 1,936,353.

c Total support for section 509(a)(1) test Enter line 24, column (e) ▶ 26c 35,687,940.

d Add Amounts from column (e) for lines 18 2,497,084. 19 68,272. 22 600,448. 26b 1,936,353. ▶ 26d 5,102,157.

e Public support (line 26c minus line 26d total) ▶ 26e 30,585,783.

f **Public support percentage (line 26e (numerator) divided by line 26c (denominator))** ▶ 26f 85.7034%

27 **Organizations described on line 12** a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person" **Do not file this list with your return** Enter the sum of such amounts for each year N/A

(2000) (1999) (1998) (1997)

b For any amount included in line 17 that was received from each peson (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the **larger** of **(1)** the amount on line 25 for the year or **(2)** $5,000 (Include in the list organizations described in lines 5 through 11, as well as individuals) **Do not file this list with your return** After computing the difference between the amount received and the larger amount described in **(1)** or **(2)**, enter the sum of these differences (the excess amounts) for each year N/A

(2000) (1999) (1998) (1997)

c Add Amounts from column (e) for lines 15 ______ 16 ______ 17 ______ 20 ______ 21 ______ ▶ 27c N/A

d Add Line 27a total ______ and line 27b total ______ ▶ 27d N/A

e Public support (line 27c total minus line 27d total) ▶ 27e N/A

f Total support for section 509(a)(2) test Enter amount on line 23, column (e) ▶ 27f N/A

g **Public support percentage (line 27e (numerator) divided by line 27f (denominator))** ▶ 27g N/A %

h **Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))** ▶ 27h N/A %

28 **Unusual Grants.** For an organization described in line 10, 11, or 12, that received any unusual grants during 1997 through 2000, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant **Do not file this list with your return** Do not include these grants in line 15

NONE

Part V **Private School Questionnaire** (See page 7 of the instructions) N/A
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

			Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?	29		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?	30		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?	31		
	If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a		
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c		
d	Copies of all material used by the organization or on its behalf to solicit contributions?	32d		
	If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)			
33	Does the organization discriminate by race in any way with respect to			
a	Students' rights or privileges?	33a		
b	Admissions policies?	33b		
c	Employment of faculty or administrative staff?	33c		
d	Scholarships or other financial assistance?	33d		
e	Educational policies?	33e		
f	Use of facilities?	33f		
g	Athletic programs?	33g		
h	Other extracurricular activities?	33h		
	If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement)			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a		
b	Has the organization's right to such aid ever been revoked or suspended?	34b		
	If you answered "Yes" to either 34a or b, please explain using an attached statement			
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation	35		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions)

(To be completed ONLY by an eligible organization that filed Form 5768)

Check ▶ a. ☐ if the organization belongs to an affiliated group Check ▶ b ☐ if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred)		(a) Affiliated group totals	(b) To be completed for ALL electing organizations
		N/A	
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		3,677.
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		125,216.
38 Total lobbying expenditures (add lines 36 and 37)	38		128,893.
39 Other exempt purpose expenditures	39		13,100,757.
40 Total exempt purpose expenditures (add lines 38 and 39)	40		13,229,650.
41 Lobbying nontaxable amount Enter the amount from the following table - If the amount on line 40 is - / The lobbying nontaxable amount is - Not over $500,000: 20% of the amount on line 40; 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	41		811,483.
42 Grassroots nontaxable amount (enter 25% of line 41)	42		202,871.
43 Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36	43		0.
44 Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38	44		0.

Caution *If there is an amount on either line 43 or line 44, you must file Form 4720*

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below See the instructions for lines 45 through 50 on page 11 of the instructions)

	Lobbying Expenditures During 4-Year Averaging Period				
Calendar year (or fiscal year beginning in) ▶	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
45 Lobbying nontaxable amount	811,483.	645,182.	559,434.	540,064.	2,556,163.
46 Lobbying ceiling amount (150% of line 45(e))					3,834,245.
47 Total lobbying expenditures	128,893.	252,330.	90,429.	100,894.	572,546.
48 Grassroots nontaxable amount	202,871.	161,296.	139,859.	135,016.	639,042.
49 Grassroots ceiling amount (150% of line 48(e))					958,563.
50 Grassroots lobbying expenditures	3,677.	530.	1,323.	711.	6,241.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 12 of the instructions) N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h)			0.

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 12 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

		Yes	No
a Transfers from the reporting organization to a noncharitable exempt organization of:			
(i) Cash	51a(i)		X
(ii) Other assets	a(ii)		X
b Other transactions			
(i) Sales or exchanges of assets with a noncharitable exempt organization	b(i)		X
(ii) Purchases of assets from a noncharitable exempt organization	b(ii)		X
(iii) Rental of facilities, equipment, or other assets	b(iii)		X
(iv) Reimbursement arrangements	b(iv)		X
(v) Loans or loan guarantees	b(v)		X
(vi) Performance of services or membership or fundraising solicitations	b(vi)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. N/A

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

52 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ▶ ☐ Yes ☒ No

b If "Yes," complete the following schedule. N/A

(a) Name of organization	(b) Type of organization	(c) Description of relationship

123151
12-29-01

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

Schedule of Contributors

Supplementary Information for line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545-0047

2001

Name of organization

THE OCEAN CONSERVANCY

Employer identification number

23-7245152

Organization type (check one)

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

Check if your organization is covered by the **General rule** or a **Special rule** (**Note** *Only a section 501(c)(7), (8), or (10) organization can check box(es) for both the General rule and a Special rule-see instructions)*

General Rule-

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

Special Rules-

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

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

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

Caution *Organizations that are not covered by the General rule and/or the Special rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they* **must** *check the box in the heading of their Form 990, Form 990-EZ, or on line 1 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)*

Name of organization	Employer identification number
THE OCEAN CONSERVANCY	23-7245152

Part I **Contributors** (See Specific Instructions)

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		$ 200,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2		$ 450,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3		$ 800,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Schedule A — Identification of Excess Contributions Included on Part IV-A, Line 26b — 2001

** Do Not File **

*** Not Open to Public Inspection ***

Contributor's Name	Total Contributions	Excess Contributions
	2,231,719.	1,517,960.
	759,570.	45,811.
	750,000.	36,241.
	1,050,100.	336,341.

Total Excess Contributions to Schedule A, Line 26b 1,936,353.

123171/01-14-02

FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 1

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
PUBLICLY TRADED SECURITIES	22,724,862.	23,116,533.	0.	<391,671.>
TO FORM 990, PART I, LINE 8	22,724,862.	23,116,533.	0.	<391,671.>

FORM 990 — INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10 — STATEMENT 2

INCOME

1. GROSS RECEIPTS	1,922	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		1,922
4. COST OF GOODS SOLD (LINE 13)		
5. GROSS PROFIT (LINE 3 LESS LINE 4)		1,922

COST OF GOODS SOLD

6. INVENTORY AT BEGINNING OF YEAR	
7. MERCHANDISE PURCHASED	
8. COST OF LABOR	
9. MATERIALS AND SUPPLIES	
10. OTHER COSTS	
11. ADD LINES 6 THROUGH 10	
12. INVENTORY AT END OF YEAR	
13. COST OF GOODS SOLD (LINE 11 LESS LINE 12). .	

FORM 990 OTHER CHANGES IN NET ASSETS OR FUND BALANCES STATEMENT 3

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON MARKETABLE SECURITIES	<786,005.>
DONATED SERVICES AND FACILITIES	<21,716.>
TOTAL TO FORM 990, PART I, LINE 20	<807,721.>

FORM 990 OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
AUDIO VISUALS/TYPESETTING FEES	122,189.	75,272.	8,274.	38,643.
COMPUTER EXPENSES	259,124.	186,168.	29,282.	43,674.
LOCKBOX SERVICES	36,039.	12,013.	12,013.	12,013.
TEMPORARY HELP	82,248.	71,796.	4,157.	6,295.
LIST RENTAL	67,724.	42,478.	25,246.	0.
ADVERTISING/PUBLIC RELATIONS	58,463.	55,116.	354.	2,993.
DUES AND SUBSCRIPTIONS	44,113.	37,763.	214.	6,136.
LICENSES AND TAXES	12,476.	7,403.	3,169.	1,904.
OTHER MATERIALS	155,670.	43,985.	338.	111,347.
PROGRAM DEDICATED EQUIPMENT	49,354.	48,851.	53.	450.
MISCELLANEOUS	87,056.	65,985.	7,153.	13,918.
PROFESSIONAL FEES-OTHER	1,290,170.	1,026,876.	71,107.	192,187.
BAD DEBTS	228,270.		226,626.	1,644.
TOTAL TO FM 990, LN 43	2,492,896.	1,673,706.	387,986.	431,204.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 5
PART III

EXPLANATION

THE EDUCATION OF MEMBERS AND THE GENERAL PUBLIC OF THE IMPACT OF THEIR ACTIONS ON THE MARINE ENVIRONMENT.

FORM 990 OTHER PROGRAM SERVICES STATEMENT 6

DESCRIPTION	GRANTS AND ALLOCATIONS	EXPENSES
ECOSYSTEM PROTECTION--STATEMENT 12		2,289,334.
REGIONAL IMPACT--STATEMENT 12		484,184.
TOTAL TO FORM 990, PART III, LINE E		2,773,518.

FORM 990 NON-GOVERNMENT SECURITIES STATEMENT 7

SECURITY DESCRIPTION	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	OTHER SECURITIES	TOTAL NON-GOV'T SECURITIES
MARKETABLE SECURITIES			359,064.		359,064.
MARKETABLE SECURITIES		5,058,211.			5,058,211.
MARKETABLE SECURITIES	7,498,490.				7,498,490.
TO 990, LN 54 COL B	7,498,490.	5,058,211.	359,064.		12,915,765.

FORM 990 GOVERNMENT SECURITIES STATEMENT 8

DESCRIPTION	U.S. GOVERNMENT	STATE AND LOCAL GOV'T	TOTAL GOV'T SECURITIES
MARKETABLE SECURITIES	947,565.		947,565.
TOTAL TO FORM 990, LINE 54, COL B	947,565.		947,565.

FORM 990 . OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	AMOUNT
OTHER INVESTMENTS	COST	3,000.
TOTAL TO FORM 990, PART IV, LINE 56, COLUMN B		3,000.

FORM 990 OTHER ASSETS STATEMENT 10

DESCRIPTION	AMOUNT
DEPOSITS	19,799.
ACCRUED INTEREST RECEIVABLE	3,517.
TOTAL TO FORM 990, PART IV, LINE 58, COLUMN B	23,316.

FORM 990 OTHER REVENUE INCLUDED ON FORM 990 STATEMENT 11

DESCRIPTION	AMOUNT
NET UNREALIZED LOSES ON INVESTMENTS	786,005.
TOTAL TO FORM 990, PART IV-A	786,005.

FORM 990 PART VIII - RELATIONSHIP OF ACTIVITIES TO ACCOMPLISHMENT OF EXEMPT PURPOSES STATEMENT 12

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
102	REVENUE SUBSIDIZES THE COST OF PROVIDING EDUCATIONAL PUBLICATION ON MARINE CONSERVATION ISSUES
93	REVENUE PROVIDES SUPPORT FOR ENVIRONMENTAL, CONSERVATION, AND PUBLIC EDUCATIONAL PROGRAMS
103C	REVENUE IS PROVIDED TO ASSIST IN WORKSHOPS CONDUCTED TO PROMOTE CONSERVATION

SCHEDULE A . OTHER INCOME STATEMENT 13

DESCRIPTION	2000 AMOUNT	1999 AMOUNT	1998 AMOUNT	1997 AMOUNT
LIST RENTALS & MERCHANDISE ROYALTIES	410,664.	63,457.	32,712.	93,615.
TOTAL TO SCHEDULE A, LINE 22	410,664.	63,457.	32,712.	93,615.

THE OCEAN CONSERVANCY
EIN: 23-7245152
FORM 990
YEAR ENDED APRIL 2002

STATEMENT 12

Attachment to Part III – Statement of Program Service Accomplishments

A. Citizen Outreach, Pollution Prevention, and Monitoring – Through this program, The Ocean Conservancy conducts outreach and pollution prevention and monitoring projects for citizens. These efforts help to further our conservation goals and to educate the public about how their behaviors impact the oceans. Volunteer programs such as water quality monitoring, beach cleanups, storm drain stenciling, and coral reef monitoring enable citizens to engage in hands-on conservation activities Data and information gathered by citizens is presented to policy makers in business, and in local, state, and federal governments

B. Wildlife Conservation – Through grass roots efforts, science, and advocacy, The Ocean Conservancy's wildlife conservation programs seek to prevent the overexploitation of marine fish, mammals, and turtles, to protect vulnerable populations, and to restore diminished populations to healthier numbers. We particularly work toward effective new laws and conscientious enforcement of existing laws that protect ocean wildlife

C. International Initiatives – The Ocean Conservancy's international efforts foster collaborations among nations to conserve marine resources and wildlife, diverse ecosystems, and to prevent pollution We collaborate both with governments (particularly in the Caribbean), and through international conventions such as the Convention on International Trade in Endangered Species, the International Convention for the Regulation of Whaling, and others

D Public Education and Member Services – The Ocean Conservancy works to communicate with, educate, and mobilize a broad-based constituency to act and speak out on behalf of the oceans We use tools such as a quarterly magazine, an annual report on ocean health, and an evolving website to keep our members and others abreast of current ocean issues.

E Ecosystem Protection – Our Ecosystem Program works to conserve vital ocean ecosystems such as coral reefs, kelp forests, and other areas that provide habitat for a variety of marine life We work to create marine sanctuaries and protected areas, and we employ advocacy to protect ocean ecosystems from marine debris, spills of hazardous materials, sewage discharges, and polluted runoff

F Regional Impact – Our regional offices in California, Florida, Alaska, New England, Virginia, and the U.S. Virgin Islands employ grass roots outreach and local-issues-focused programs to conserve ocean resources and build local ocean constituencies.

G. Membership Development – The Ocean Conservancy maintains an active and growing membership base through frequent communications on ocean issues, and through publicizing opportunities for our members to take action on behalf of the oceans

THE OCEAN CONSERVANCY
EIN: 23-7245152
FORM 990
YEAR ENDED APRIL 2002

STATEMENT 13

Attachment to Part V - List of Officers, Directors and Trustees

	Title	Compensation	Contributions to Employee Benefit Plan	Expense Account
John C Bierwirth 300 Albro Lane Lawrence, NY 11559	Director Chair	None	None	None
Curtis Bohlen 4710 Quebec Street, NW Washington, DC 20016	Director	None	None	None
W Clark Bunting Animal Planet/Discovery Channel 7700 Wisconsin Avenue Bethesda, MD 20814	Director	None	None	None
Dr Paul K. Dayton Scripps Institution of Oceanography La Jolla, CA 92093	Director	None	None	None
Debra Erickson ZiLog 532 Race Street San Jose, CA 95126	Director	None	None	None
James L Ferman Ferman Motor Car Company, Inc. 1306 W Kennedy Blvd Tampa, FL 33606	Director	None	None	None
Antoinette Ford 2400 Boston Street, Suite 340 Baltimore, MD 21224	Director	None	None	None
Philip M Gresh Illinois Tool Works 3600 West Lake Avenue Glenview, IL 60o25	Director Treasurer	None	None	None

Attachment to Part V - List of Officers, Directors and Trustees

	Title	Compensation	Contributions to Employee Benefit Plan	Expense Account
David P Hunt 3503 Fulton Street, NW Washington, DC 20008	Director	None	None	None
Gale Anne Hurd Valhalla Motion Pictures 8530 Wilshire Boulevard, Suite 400 Beverly Hills, CA 90211	Director	None	None	None
Thomas Joseph Lucey 6 Fernway Winchester, MA 01890	Director	None	None	None
Caroline Macomber 2806 N Street, NW Washington, D.C 20007	Director	None	None	None
Cecily Majerus 25 Eucalyptus Road Berkeley, CA 94705	Director	None	None	None
Susan Martin One 5th Avenue Apartment 20c New York, NY 10003	Director Vice Chair	None	None	None
Dr Steven Miller National Undersea Research Center 515 Caribbean Drive Key Largo, FL 33037	Director	None	None	None
Dr John C Ogden Florida Institute of Oceanography 830 1st Street, South St Petersburg, FL 33701	Director	None	None	None

Attachment to Part V - List of Officers, Directors and Trustees

	Title	Compensation	Contributions to Employee Benefit Plan	Expense Account
Feodor Pitcairn PO Box 513 2860 Papermill Road Bryn Athyn, PA 19009	Director	None	None	None
Phillip M Scanlan 1832 Village Court Amelia Island, FL 32034	Director Secretary	None	None	None
John R Twiss 3418 Halfway Rd The Plains, VA 20198	Director	None	None	None
Dr George Woodwell Woods Hole Research Center 13 Church Street Woods Hole, MA 02543	Director	None	None	None

THE OCEAN CONSERVANCY
EIN. 23-7245152
FORM 990
YEAR ENDED APRIL 2002

STATEMENT 14

FORM 990 FIXED ASSETS & ACCUMULATED DEPRECIATION

FIXED ASSETS	COST @ 4/30/01	PLUS ADDITIONS	LESS: DISPOSALS	COST @ 4/30/02
FURNITURE & FIXTURES	220,265	19,828	-	240,093
COMPUTER EQUIPMENT	375,447	46,568	(7,197)	414,818
LEASEHOLD IMPROVEMENTS	30,974	6,856	-	37,830
WEB SITE	412,515	393,075	-	805,590
	1,039,201	466,327	(7,197)	1,498,331

INTANGIBLE ASSETS	COST @ 4/30/01	PLUS ADDITIONS	LESS. DISPOSALS	COST @ 4/30/02
INTELLECTUAL PROPERTY	70,861	96,118	-	166,979
	70,861	96,118	-	166,979
	1,110,062	562,445	(7,197 12)	1,665,310

ACCUMULATED DEPRECIATION	ACCUM DEP @ 4/30/01	PLUS DEPRECIATION EXPENSE	LESS. DISPOSALS	ACCUM DEP @ 4/30/02
FURNITURE & FIXTURES	93,592	27,402	-	120,994
COMPUTER EQUIPMENT	194,932	102,792	(3,855)	293,869
LEASEHOLD IMPROVEMENTS	16,130	12,392		28,522
TOTAL DEPRECIATION	304,654	142,586	(3,855)	443,385
INTANGIBLE ASSETS	-	14,296	-	14,296
TOTAL AMORTIZATION	0	14,296	0	14,296
TOTAL DEPRECIATION AND AMORTIZATION	304,654	156,882	(3,855)	457,681

THE OCEAN CONSERVANCY
FORM 990
EIN 23-7245152
YEAR ENDED APRIL 2002

STATEMENT 15

<u>Attachment to Part VI – Question 90a</u>

States with which a copy of this return is filed

Alabama
Alaska
Arizona
Arkansas
California
Colorado
Connecticut
District of Columbia
Florida
Georgia
Illinois
Kansas
Kentucky
Louisiana
Maine
Maryland
Massachusetts
Michigan
Minnesota
Mississippi
Missouri
New Hampshire
New Mexico
New York
North Carolina
North Dakota
Ohio
Oklahoma
Oregon
Pennsylvania
Rhode Island
South Carolina
Tennessee
Texas
Virginia
Washington
West Virginia
Wisconsin

BYLAWS
of the
THE OCEAN CONSERVANCY, INC.

June 19, 2001

NAME

Section 1 Name. The name of this organization shall be the Ocean Conservancy, Inc , hereinafter referred to as CMC, with principal offices in Washington, D C

PURPOSE

Section 2 Purpose of the Organization. CMC is a non-profit conservation organization, as described in Section 501(c)(3) of the Internal Revenue Code of 1986, dedicated to protecting endangered and threatened marine species and their habitats, and to conserving marine ecosystems and resources

DIRECTORS

Section 3 1 Powers. The business, property, and affairs of CMC shall be managed and controlled by a Board of directors who shall have all of the powers of CMC The number of directors may be increased or decreased by the affirmative vote of a majority of the entire Board The Board shall be composed of at least six directors

Section 3 2 Elections. Directors shall normally be elected at the Board's annual meeting, but may be elected at any regular meeting or by mail ballot Election of a director shall require the affirmative vote of a majority of the entire Board A director shall take office at the close of the meeting at which he or she is elected or at the conclusion of a mail ballot and shall serve until the close of the annual meeting at which his or her term expires

Section 3 3 Terms. Each director shall be elected to a three-year term identified by the year of the annual meeting at which the term expires In order to maintain continuity on the Board, the number of directors serving in each year class should be approximately the same No director may serve more than two consecutive terms, except that a director elected to serve as an officer may be elected to a third term After a one-year absence from the Board a former director may be considered for re-election to the Board

Section 3 4 Conflict of Interest. The Board has adopted a written Conflict of Interest Policy for CMC The Policy shall be reviewed from time to time by the Board and amended as necessary Each director shall comply with its provisions

Section 3 5 Diversity. CMC is committed to reflect the diversity of American society in its Board, staff and programs, and shall pursue a policy of promoting such diversity The

President shall monitor implementation of this policy and present a progress reports to the Board from time to time

Section 3 6 Attendance by Directors Each director must attend at least two meetings of the Board each calendar year If a director fails to satisfy the minimum attendance requirement, the director shall be deemed automatically removed from office unless the Chair of the Board determines that the failure to attend was due to circumstances beyond the director's control The vacancy created by such removal shall be filled in accordance with these bylaws

MEETINGS

Section 4 1 Annual Meeting. The Board of directors shall hold an annual meeting for the purpose of electing directors and officers, reviewing past operations, approving the next year's program, approving the next fiscal year budget, and conducting such other business as shall come before the Board The annual meeting shall be held at such time and place, within or without the District of Columbia, as shall be decided by the Board and set forth in the notice of the meeting

Section 4 2 Regular Meetings. All meetings of the Board other than the annual meeting shall be considered regular meetings The Chair of the Board may call a regular meeting whenever necessary, but at least twice a year, and shall do so if requested by one third of the directors in a letter which explains the purpose of the meeting

Section 4 3 Notice. Meetings of the Board should be scheduled in consultation with the directors as far in advance as is practical Written notice of each meeting announcing the date, time, place, and purposes thereof shall be transmitted to each director at least thirty days before the meeting Each director should be sent a detailed agenda at least fourteen days before the meeting along with all materials necessary for an informed decision on matters to be acted upon at the meeting The Chair may shorten these deadlines when absolutely necessary

Section 4 4 Meeting by Telephone. Directors may participate in a meeting of the Board (or a committee of the Board) by means of a conference telephone or other means of communication by which all persons participating in the meeting are able to understand one another Any director so participating shall be considered present at the meeting

Section 4 5 Quorum. At any duly convened meeting of the Board, half of the directors must be present to constitute a quorum for the transaction of business In the event a quorum is not present, a draft decision may be prepared by those present and circulated later to all directors for decision by mail ballot

Section 4 6 Voting. At any meeting of the Board at which a quorum is present the affirmative vote of a majority of the directors present shall be necessary and sufficient to adopt any decision of the Board, except those specific decisions which under these bylaws or the

District of Columbia Nonprofit Corporation Act require an affirmative vote of a greater proportion of the Board

Section 4 7 Mail Ballot. The Board may decide any matter by mail ballot A mail ballot shall be transmitted to all directors for decision when one is requested by the Chair or by at least one-third of the directors Any decision adopted by mail ballot shall require the affirmative vote of a majority of directors responding within a specified period of time, except the specific decisions referenced in the previous section

OFFICERS

Section 5 1 Officers and Terms The officers of CMC shall be the Chair and Vice Chair of the Board, a Secretary, a Treasurer, and a President. The first four officers shall be elected by the Board at each annual meeting from among its directors Election of an officer shall require the affirmative vote of a majority of the entire Board Directors shall normally serve no more than three years as Chair and no more than two years as Vice Chair, Secretary, or Treasurer The President shall be appointed by and serve at the pleasure of the Board The Board may appoint such other officers and agents as it may deem advisable All officers and agents elected or appointed by the Board shall be subject to removal by the Board

Section 5 2 Vacancies. A vacancy in any office, other than that of President, shall be filled by the Board at its next meeting or by mail ballot An officer so elected shall take office immediately and serve until the close of the next annual meeting A vacancy in the Presidency shall be filled in a manner decided by the Board

Section 5 3 Duties of Officers.

(a) Chair of the Board. The Chair of the Board shall preside at annual and regular meetings of the Board and shall direct the activities of CMC in the manner prescribed by the Board

(b) Vice Chair of the Board. The Vice Chair of the Board shall have the duties and responsibilities of the Chair when the latter is absent or incapacitated The Vice Chair shall perform such other duties as may be assigned by the Chair or the Board

(c) Secretary. The Secretary shall be responsible for maintaining summary minutes of all meetings of the Board, issuing proper notices of all meetings and performing such other duties as may be assigned by the Chair or the Board In performing these duties the Secretary may be assisted by the staff of CMC

(d) Treasurer. The Treasurer shall collect all monies donated or owed to CMC, have custody of CMC funds, place those funds in such depositories as may be approved by the Board, and disburse those funds in accordance with the Board's directions The Treasurer shall represent the Finance Committee before the Board The Treasurer shall perform such other duties as may be assigned by the Chair or the Board The Treasurer shall be permitted to delegate duties to the President or other employees of CMC with Board approval

(e) President. The President is the Chief Executive Officer of CMC and shall be fully responsible for the leadership, administration and operation of CMC in accordance with the policies and decisions of the Board and instructions from the Chair

Section 6 1 Resignations. Any director, member of a committee, or officer may resign at any time Such resignation shall be made in writing and shall take effect at the time specified in the resignation document If no time is specified, the resignation shall be effective at the time of its receipt by the Chair Acceptance of a resignation shall not be necessary to make it effective The Board may determine by decision of two-thirds of the entire Board whether and in what manner a director shall be removed from the Board

COMMITTEES

Section 7 1 Standing Committees. The Standing Committees of the Board shall provide advice and guidance to the Board and shall be a Finance Committee, a Development and Membership Committee, a Communications Committee and a Nominating Committee The Board at its annual meeting shall appoint a chair and at least one other director to serve on each committee The Chair of the Board shall be an ex-officio member of each committee The Treasurer shall chair the Finance Committee The President shall be a non-voting member of each committee and shall assign to each a member of CMC's staff to record summary minutes of meetings and provide any other assistance its chair may require

Section 7 2 Finance Committee. It shall be the responsibility of the Finance Committee to

(a) Review prior to the annual meeting the budget for the next fiscal year and provide advice to the Board

(b) Monitor all investments made by CMC,

(c) Recommend to the Board investment policies to be established by CMC and specific investments to be made in accordance with such policies,

(d) Recommend to the Board financial advisors, banking organizations and investment organizations to be retained by CMC,

(e) Recommend to the Board changes in the format for financial reports provided to the Board,

(f) Engage in financial planning for CMC and provide such other financial advisory services for the Board as may be requested by the Board,

(g) Recommend to the Board of directors a firm of certified public accountants ("the Auditors") to audit the annual accounts of CMC, and

(h) Meet with the Auditors and the financial officers of CMC to evaluate the adequacy and effectiveness of the accounting procedures and internal controls of CMC

Section 7 3 Development and Membership Committee. It shall be the responsibility of the Development Committee to

(a) Recommend and approach for donations potential financial supporters of CMC Such supporters shall include individuals, foundations, and corporations,

(b) Encourage directors to give or obtain financial support for CMC,

(c) Advise and assist staff in the development of new ideas and approaches for fundraising and expanding CMC's membership

Section 7 4 Nominating Committee. It shall be the responsibility of the Nominating Committee to

(a) Identify individuals who would be qualified, willing and able to serve on the Board,

(b) Recommend to the Board a suitable list of candidates to be considered for election as directors at the annual meeting, bearing in mind the need to maintain an appropriate balance of diverse qualifications, interests, skills, and characteristics on the Board and the need to maintain a uniform number of directors within each year class,

(c) Recommend to the Board a list of directors who would be willing and qualified to stand for election at the annual meeting as officers of CMC,

(d) Recommend to the Board at other times of year, as necessary, candidates to fill any vacancy in a given year class or any vacancy caused by the resignations or death of a director or officer of CMC, and

(e) Consider and advise the Board on the optimum number of directors to compose the Board

Section 7 5 Communications Committee It shall be the responsibility of the

Communications Committee to

(a) Produce a strategic communication and marketing plan for CMC which will be periodically revised and updated,

(b) Develop polices that

- support and are consistent with the mission of CMC
- increase public awareness of CMC
- set standards for all CMC publications and mailings
- guide the actions of CMC staff at headquarters and in the field offices in respect to consistent communication themes and policies,

(c) Present options and recommendations to the Board for harmonizing CMC communications and projecting CMS's image, and

(d) Develop measurable benchmarks of performance

Section 7 6 Additional Committees. The Board may establish ad hoc advisory committees

INDEMNIFICATION

Section 8 1 CMC shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of CMC) by reason of the fact that he or she is or was a director or officer of CMC, or is or was serving at the request of CMC as a director or office of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), trust, or other fines, and amount paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of CMC, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful The termination of any action, suit, or proceeding by judgement, order, settlement, conviction, or upon plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of CMC, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful

Section 8 2 CMC shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action or suit by or in the right of CMC to procure a judgement in its favor by reason of the fact that he or she is or was a director or officer of CMC, or is or was serving at the request of CMC as a director or officer of another corporation, partnership, joint venture, trust, or the enterprise, against expenses (including attorney's fees) actually and reasonably incurred by him with the defense or settlement of such action or suit if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of CMC and except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for willful misfeasance, bad faith, gross negligence or reckless disregard in the performance of his duty to CMC unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper

Section 8 3 To the extent that a director or officer of CMC has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in Sections 8 1 or 8 2, or in defense of any claim, issue or matter therein, he or she shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him or her in connection therewith

Section 8 4 Any indemnification under Section 8 1 or 8 2 (unless ordered by a court) shall be made by CMC only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he or she had met the applicable standard of conduct set forth in Sections 8 1 or 8 2 Such determination shall be made (1) by the Board by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or, if such a quorum of disinterested directors so directs, (2) by independent legal counsel in a written opinion

Section 8 5 Expenses incurred in defending a civil or criminal action, suit, or proceeding may be paid by CMC in advance of the final disposition of such action, suit or proceeding as authorized by the Board in the specific case upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by CMC authorized in this section.

Section 8 6 The indemnification provided by this section shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any statute, bylaw, agreement, vote of disinterested directors, or otherwise, both as to action in his official capacity while holding such office The indemnification provided by these Bylaws shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such a person

FINANCIAL MATTERS AND SEAL

Section 9 1 Fiscal Year. CMC's fiscal year shall extend from May 1 of each year through April 30 of the following year

Section 9.2 Compensation. No elected officer or director of CMC shall receive any compensation for services to CMC in such capacity The President shall receive for his or her services such compensation as the Board may determine

Section 9 3 Certain Officers to Give Bonds. Every officer, agent or employee of CMC, who may receive, handle or disburse money for its accounts or who may have any of CMC's property in his or her custody or be responsible for its safety or preservation, may be required, at the discretion of the Board to give bond, in such sum and with such sureties and in such form as shall be satisfactory to the Board, for the faithful performance of his or her duties and for the restoration to CMC in the event of that person's death, resignation, or removal from office, of all books, papers, vouchers, monies and other property of whatever kind in his or her custody belonging to CMC

Section 9 4 Bank Withdrawals. The Board may authorize officers or employees of CMC to make withdrawals from bank accounts maintained by CMC All withdrawals for amounts in excess of $5,000 shall require the signature of two authorized officers or employees

Section 9 5 Corporate Seal. The seal of CMC shall be circular in form and shall bear the name "Ocean Conservancy, Inc " and the words and figures "CORPORATE SEAL, DISTRICT OF COLUMBIA, 1972 "

AMENDMENTS

Section 11 Amendments. These bylaws may be amended by the affirmative vote of a majority of the entire Board

Form **8868** (December 2000)
Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

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

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

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

Note: Form 990-T corporations *requesting an automatic 6-month extension - check this box and complete Part I only* ▶ [ ]
All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print File by the due date for filing your return See instructions.	Name of Exempt Organization THE OCEAN CONSERVANCY	Employer identification number 23-7245152
	Number, street, and room or suite no If a P O box, see instructions 1725 DESALES STREET, NW, NO. 600	
	City, town or post office, state, and ZIP code For a foreign address, see instructions WASHINGTON, DC 20036	

Check type of return to be filed (file a separate application for each return)

[X] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[ ] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

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

1 I request an automatic 3-month (6-month, for **990-T corporation**) extension of time until DECEMBER 16, 2002 to file the exempt organization return for the organization named above The extension is for the organization's return for
▶ [ ] calendar year ______ or
▶ [X] tax year beginning MAY 1, 2001 , and ending APR 30, 2002

2 If this tax year is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions $ ________

b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit $ ________

c **Balance Due** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions $ N/A

Signature and Verification

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

Signature ▶ Title ▶ CPA Date ▶ 9 12.02

LHA For Paperwork Reduction Act Notice, see instruction Form 8868 (12-2000)

COUNCILOR BUCHANAN & MITCHELL, P.C.
7910 WOODMONT AVENUE
SUITE 500
BETHESDA, MD 20814

52-1711839

123831
07-16-01

16000912 759370 03221CMC 2001.06020 THE OCEAN CONSERVANCY 03221CM1