

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.

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning and ending

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization UNITED WAY OF MIDDLE TENNESSEE, INC		D Employer identification number 62-0533104
	Doing Business As UNITED WAY OF METROPOLITAN NAS		E Telephone number 615-255-8501
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 250 VENTURE CIRCLE	G Gross receipts \$ 21,066,734.	
	City, town, or post office, state, and ZIP code NASHVILLE, TN 37228	H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶	
F Name and address of principal officer: ERIC D DEWEY SAME AS C ABOVE			
I 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			
J Website: ▶ WWW.UNITEDWAYNASHVILLE.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 1954
M State of legal domicile: TN			

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: AS A CATALYST FOR PROACTIVE, LASTING AND MEASURABLE CHANGE, UNITED WAY FOCUSES ON FINDING		
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	3 Number of voting members of the governing body (Part VI, line 1a)	3	44
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4	44
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	54
	6 Total number of volunteers (estimate if necessary)	6	3008
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
	b Net unrelated business taxable income from Form 990-T, line 34	7b	0.
Revenue	8 Contributions and grants (Part VIII, line 1h)	Prior Year 21,157,016.	Current Year 19,975,891.
	9 Program service revenue (Part VIII, line 2g)	0.	0.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)	202.	54,955.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,407,380.	1,035,888.
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	22,564,598.	21,066,734.
	Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	18,413,881.
14 Benefits paid to or for members (Part IX, column (A), line 4)		0.	0.
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		3,028,183.	3,189,416.
16a Professional fundraising fees (Part IX, column (A), line 11e)		0.	0.
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 2,236,958.			
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)		2,499,528.	2,039,624.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	23,941,592.	21,343,884.	
19 Revenue less expenses. Subtract line 18 from line 12	<1,376,994.>	<277,150.>	
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	Beginning of Current Year 25,804,945.	End of Year 26,823,210.
	21 Total liabilities (Part X, line 26)	8,140,100.	8,510,815.
	22 Net assets or fund balances. Subtract line 21 from line 20	17,664,845.	18,312,395.

Part II Signature Block

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

Sign Here	▶ Signature of officer		Date		
	▶ ERIC D DEWEY, PRESIDENT AND CEO Type or print name and title				
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			

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

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission: UNITED WAY OF METROPOLITAN NASHVILLE SERVES AS A COMMUNITY COLLABORATOR WHO INCREASES THE ORGANIZED CAPACITY OF THE COMMUNITY TO IMPROVE THE EDUCATION, FINANCIAL STABILITY AND HEALTH OF THE COMMUNITY.

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

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

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 \$ 7,821,028. including grants of \$ 6,977,566.) (Revenue \$) THE OUTCOME BASED INVESTMENTS PROGRAM PROVIDES FUNDING SUPPORT TO 151 COMMUNITY BASED PROGRAMS IN 63 NONPROFIT AGENCIES IN DAVISON COUNTY, TN. THESE PROGRAMS SERVE OVER 55,000 LOW INCOME, VULNERABLE CHILDREN, FAMILIES AND ADULTS BY PROVIDING MEASUREABLE CHANGES IN BEHAVIOR OR CONDITION IN FOUR FOCUS AREAS- EDUCATION, FINANCIAL STABILITY, HEALTH AND NEIGHBORHOODS. HIGHLIGHTS OF PROGRAM OUTCOMES IN THESE AREAS ARE: EDUCATION- OVER 5,300 SCHOOL AGED CHILDREN IMPROVED GRADES AND INCREASED KNOWLEDGE, SKILLS AND RESISTANCE TO NEGATIVE PEER PRESSURE. INCOME- OVER 35,000 LOW INCOME RESIDENTS RECEIVED EMERGENCY FOOD, UTILITY AND SHELTER ASSISTANCE, AND OVER 2,600 LOW-INCOME ADULTS RECEIVED HOMEBUYER, FINANCIAL AND G.E.D EDUCATION. HEALTH- 876 FRAIL SENIORS RECEIVED HOME AND COMMUNITY BASED SERVICES AND 527 ACCESSED

4b (Code:) (Expenses \$ 5,350,105. including grants of \$ 5,085,844.) (Revenue \$) UNITED WAY ADMINISTERS FOUR FEDERAL GRANTS AWARDED TO STATE AND LOCAL HEALTH DEPARTMENTS THROUGH THE HEALTH RESOURCES AND SERVICES ADMINISTRATION (HRSA) AND THE CENTER FOR DISEASE CONTROL (CDC) THAT ARE FOCUSED ON HIV CARE AND PREVENTION. THREE RYAN WHITE/CARE GRANTS FOCUS ON PROVIDING CORE MEDICAL (OUTPATIENT AMBULATORY CARE, EARLY INTERVENTION SERVICES, MEDICAL CASE MANAGEMENT, MENTAL HEALTH, ORAL HEALTH CARE, ETC.) AND SUPPORT SERVICES (NON-MEDICAL CASE MANAGEMENT, FOOD BANK/HOME-DELIVERED MEALS, TRANSPORTATION, ETC.) TO INDIVIDUALS LIVING IN MIDDLE TENNESSEE AND THE NASHVILLE/DAVIDSON COUNTY TRANSITIONAL GRANT AREA. OVER 2,930 ARE SERVED ANNUALLY. THE CDC/HIV PREVENTION GRANT FOCUSES ON PROVIDING PREVENTION AND EDUCATION SERVICES TO THREE TARGET POPULATIONS AT HIGH RISK FOR HIV/LIVING WITH HIV. OVER

4c (Code:) (Expenses \$ 3,120,268. including grants of \$ 3,120,268.) (Revenue \$ 438,306.) DURING THE ANNUAL UNITED WAY CAMPAIGN, SOME DONORS CHOOSE TO DIRECTLY DESIGNATE SOME PORTION OF THEIR GIFT TO A SPECIFIC NON-PROFIT AGENCY OR UNITED WAY IN ANOTHER COMMUNITY. DESIGNATED GIFTS ARE AGGREGATED AND ARE THEN PAID TO THE AGENCIES OR ORGANIZATIONS AS THEY ARE COLLECTED, SUBJECT ONLY TO A MODEST ADMINISTRATIVE FEE TO HELP SUPPORT THE COST OF THE UNITED WAY CAMPAIGN. THE DESIGNATED GIFTS ARE DISTRIBUTED TO THE RECIPIENT AGENCIES WITHOUT RESTRICTION, FOR USE AS DETERMINED BY THE AGENCY. TO BE ELIGIBLE FOR DESIGNATED GIFTS, AGENCIES MUST BE TAX EXEMPT UNDER SECTION 501(C)3, HAVE A HEALTH AND HUMAN SERVICES FOCUS, AND HAVE A PRESENCE IN THE MIDDLE TENNESSEE COMMUNITY.

4d Other program services (Describe in Schedule O.) (Expenses \$ 1,389,502. including grants of \$ 931,166.) (Revenue \$ 88,579.)

4e Total program service expenses 17,680,903.

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Input box for Schedule O response

Table with columns for question number, description, and Yes/No responses. Includes questions 1a through 14b regarding Form 1096, Form W-2G, employee reporting, foreign accounts, and charitable contributions.

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

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

Section A. Governing Body and Management

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year 1a 44 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
b	Enter the number of voting members included in line 1a, above, who are independent 1b 44		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Did the organization have members or stockholders?		X
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

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

Section C. Disclosure

- 17** List the states with which a copy of this Form 990 is required to be filed **TN**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
 Own website Another's website Upon request Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **MARY JO WIGGINS, SR. DIRECTOR & CFO - 615-255-8501**
250 VENTURE CIRCLE, NASHVILLE, TN 37228

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

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

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

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

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

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

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(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) KENT ADAMS EMERITUS TRUSTEE	2.00	X					0.	0.	0.	
(2) JANET AYERS TRUSTEE	2.00	X					0.	0.	0.	
(3) JEFFREY BALSAR TRUSTEE	2.00	X					0.	0.	0.	
(4) JAMES BEARDEN TRUSTEE	2.00	X					0.	0.	0.	
(5) SCOTT BECKER SECRETARY - BOARD OF TRUST	4.00	X		X			0.	0.	0.	
(6) LISA HOOKER CAMPBELL TRUSTEE	2.00	X					0.	0.	0.	
(7) MICHAEL CARTER, SR. EMERITUS TRUSTEE	2.00	X					0.	0.	0.	
(8) DON COCHRON EX OFFICIO TRUSTEE	2.00	X					0.	0.	0.	
(9) ANNE DAVIS TRUSTEE	2.00	X					0.	0.	0.	
(10) DENNIS DELANEY TREASURER & FINANCE CHAIR	4.00	X		X			0.	0.	0.	
(11) ROBERT DENNIS CAMPAIGN CHAIR - BOARD OF	4.00	X		X			0.	0.	0.	
(12) ROBERT DITTUS TRUSTEE	2.00	X					0.	0.	0.	
(13) MARGARET DOLAN CHAIRMAN - BOARD OF TRUSTE	4.00	X		X			0.	0.	0.	
(14) RENEE DRAKE TRUSTEE	2.00	X					0.	0.	0.	
(15) MARK FIORAVANTI TRUSTEE	2.00	X					0.	0.	0.	
(16) DAVID FREEMAN TRUSTEE	2.00	X					0.	0.	0.	
(17) GARY GARFIELD TRUSTEE	2.00	X					0.	0.	0.	

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) TAMMY GENOVESE TRUSTEE	2.00	X					0.	0.	0.	
(19) GERARD GERAGHTY IMMEDIATE PAST BOARD CHAIR	2.00	X					0.	0.	0.	
(20) KEN HARMS TRUSTEE	2.00	X					0.	0.	0.	
(21) TONY HEARD EMERITUS TRUSTEE	2.00	X					0.	0.	0.	
(22) DAMON HININGER TRUSTEE	2.00	X					0.	0.	0.	
(23) DAN HOGAN TRUSTEE	2.00	X					0.	0.	0.	
(24) CAROL HUDLER TRUSTEE	2.00	X					0.	0.	0.	
(25) MILTON JOHNSON TRUSTEE	2.00	X					0.	0.	0.	
(26) LEE JONES TRUSTEE	2.00	X					0.	0.	0.	
1b Sub-total							0.	0.	0.	
c Total from continuation sheets to Part VII, Section A							801,496.	0.	57,762.	
d Total (add lines 1b and 1c)							801,496.	0.	57,762.	

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 **5**

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

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
VACO 5410 MARYLAND WAY, BRENTWOOD, TN 37027	H.R. CONSULTING & EMPLOYEE RECRUITMENT	162,275.
DVL 700 12TH AVENUE SOUTH, NASHVILLE, TN 37203	PUBLIC RELATIONS & ADVERTISING	137,935.

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

SEE PART VII, SECTION A CONTINUATION SHEETS

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(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			
(27) JENNEEN KAUFMAN TRUSTEE	2.00	X						0.	0.	0.
(28) WILLIAM KOCH TRUSTEE	2.00	X						0.	0.	0.
(29) RANDY LOWRY III TRUSTEE	2.00	X						0.	0.	0.
(30) CHERYL WHITE MASON TRUSTEE	2.00	X						0.	0.	0.
(31) SCOTT MCWILLIAMS TRUSTEE	2.00	X						0.	0.	0.
(32) GREGG MORTON TRUSTEE	2.00	X						0.	0.	0.
(33) MARCY PRUETT TRUSTEE	2.00	X						0.	0.	0.
(34) RAUL REGALDO TRUSTEE	2.00	X						0.	0.	0.
(35) WAYNE RILEY TRUSTEE	2.00	X						0.	0.	0.
(36) ANNE RUSSELL EMERITUS TRUSTEE	2.00	X						0.	0.	0.
(37) MIKE SCHATZLEIN TRUSTEE	2.00	X						0.	0.	0.
(38) JIM SCHMITZ TRUSTEE	2.00	X						0.	0.	0.
(39) MIKE SHMERLING TRUSTEE	2.00	X						0.	0.	0.
(40) DEBORAH TATE EX OFFICIO TRUSTEE	2.00	X						0.	0.	0.
(41) KIM THOMASON OBI LEADERSHIP CHAIR - BOA	4.00	X		X				0.	0.	0.
(42) JOHN TISHLER TRUSTEE	2.00	X						0.	0.	0.
(43) JAMES WEAVER GOVERNMENT RELATIONS COMM.	4.00	X		X				0.	0.	0.
(44) ERIC DEWEY PRESIDENT & CEO	40.00			X				278,146.	0.	18,470.
(45) MARY JO WIGGINS SR. DIRECTOR & CFO	40.00			X				143,306.	0.	11,935.
(46) ED LEMIEUX, II SR. DIRECTOR, FUNDRAISING	40.00				X			146,761.	0.	12,466.
Total to Part VII, Section A, line 1c										

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

Table with 6 main columns: (A) Name and title, (B) Average hours per week, (C) Position (Individual trustee or director, Institutional trustee, Officer, Key employee, Highest compensated employee, Former), (D) Reportable compensation from the organization (W-2/1099-MISC), (E) Reportable compensation from related organizations (W-2/1099-MISC), (F) Estimated amount of other compensation from the organization and related organizations. Includes entries for Phil Orr and Celeste Wilson.

Total to Part VII, Section A, line 1c 801,496. 57,762.

Part VIII Statement of Revenue

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

			(A)	(B)	(C)	(D)	
			Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	360,884.				
	b	Membership dues					
	c	Fundraising events					
	d	Related organizations					
	e	Government grants (contributions)	6,284,474.				
	f	All other contributions, gifts, grants, and similar amounts not included above	13,330,533.				
	g	Noncash contributions included in lines 1a-1f: \$	285,785.				
	h	Total. Add lines 1a-1f	19,975,891.				
	Program Service Revenue	2 a	Business Code				
b							
c							
d							
e							
f		All other program service revenue					
g		Total. Add lines 2a-2f					
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)	54,955.			54,955.	
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6 a		(i) Real				
			(ii) Personal				
		b	Gross rents				
		c	Less: rental expenses				
	d	Net rental income or (loss)					
	7 a		(i) Securities				
			(ii) Other				
		b	Gross amount from sales of assets other than inventory				
		c	Less: cost or other basis and sales expenses				
	d	Net gain or (loss)					
	8 a		Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18				
		b	Less: direct expenses				
c		Net income or (loss) from fundraising events					
9 a		Gross income from gaming activities. See Part IV, line 19					
	b	Less: direct expenses					
	c	Net income or (loss) from gaming activities					
10 a		Gross sales of inventory, less returns and allowances					
	b	Less: cost of goods sold					
	c	Net income or (loss) from sales of inventory					
Miscellaneous Revenue			Business Code				
11 a	APPROVED ENDOWMENT SPEND	999999	525,000.			525,000.	
b	SERVICE FEES	999999	438,306.	438,306.			
c	MISCELLANEOUS REVENUE	999999	72,582.	14,518.		58,064.	
d	All other revenue						
e	Total. Add lines 11a-11d		1,035,888.				
12	Total revenue. See instructions.		21,066,734.	452,824.	0.	638,019.	

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	16,114,844.	16,114,844.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	595,170.	72,249.	224,958.	297,963.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,108,215.	886,263.	525,777.	696,175.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	105,923.	33,215.	35,472.	37,236.
9 Other employee benefits	198,418.	62,888.	65,910.	69,620.
10 Payroll taxes	181,690.	66,916.	45,360.	69,414.
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting	63,765.	11,000.	52,765.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	523,287.	101,777.	192,477.	229,033.
12 Advertising and promotion	506,695.	74,126.	9,136.	423,433.
13 Office expenses	88,729.	28,431.	29,437.	30,861.
14 Information technology				
15 Royalties				
16 Occupancy	152,145.	47,711.	54,778.	49,656.
17 Travel	77,506.	20,524.	24,937.	32,045.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	165,082.	32,638.	14,762.	117,682.
20 Interest				
21 Payments to affiliates	158,770.	46,235.	49,150.	63,385.
22 Depreciation, depletion, and amortization	65,745.	19,240.	23,418.	23,087.
23 Insurance				
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MAINTENANCE AND EQUIPME	178,281.	53,232.	53,498.	71,551.
b MISCELLANEOUS	41,652.	1,541.	32,417.	7,694.
c DUES AND SUBSCRIPTIONS	17,967.	8,073.	<8,229.>	18,123.
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e	21,343,884.	17,680,903.	1,426,023.	2,236,958.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

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

Part X Balance Sheet

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

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non-interest-bearing		1	
	2 Savings and temporary cash investments	3,666,318.	2	2,907,793.
	3 Pledges and grants receivable, net	8,696,946.	3	10,300,050.
	4 Accounts receivable, net		4	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	33,494.	9	45,273.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 3,185,645.		
	b Less: accumulated depreciation	10b 2,718,751.	467,420.	10c 466,894.
	11 Investments - publicly traded securities	10,532,746.	11	11,346,239.
	12 Investments - other securities. See Part IV, line 11		12	
	13 Investments - program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	2,408,021.	15	1,756,961.
16 Total assets. Add lines 1 through 15 (must equal line 34)	25,804,945.	16	26,823,210.	
Liabilities	17 Accounts payable and accrued expenses	724,681.	17	636,634.
	18 Grants payable	7,415,419.	18	7,874,181.
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25	
	26 Total liabilities. Add lines 17 through 25	8,140,100.	26	8,510,815.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	<539,075.>	27	1,646,613.
	28 Temporarily restricted net assets	10,603,315.	28	9,065,177.
	29 Permanently restricted net assets	7,600,605.	29	7,600,605.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 Total net assets or fund balances	17,664,845.	33	18,312,395.	
34 Total liabilities and net assets/fund balances	25,804,945.	34	26,823,210.	

Part XI Reconciliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	21,066,734.
2	Total expenses (must equal Part IX, column (A), line 25)	2	21,343,884.
3	Revenue less expenses. Subtract line 2 from line 1	3	<277,150.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	17,664,845.
5	Net unrealized gains (losses) on investments	5	<296,571.>
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	1,221,271.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	18,312,395.

Part XII Financial Statements and Reporting

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

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

Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization **UNITED WAY OF MIDDLE TENNESSEE, INC** Employer identification number **62-0533104**

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

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

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2012

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

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

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	24376667.	21367993.	20746978.	21157016.	19975891.	107624545
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	24376667.	21367993.	20746978.	21157016.	19975891.	107624545
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						2242821.
6 Public support. Subtract line 5 from line 4.						105381724

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	24376667.	21367993.	20746978.	21157016.	19975891.	107624545
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	88,006.	5,655.	14,080.	202.	54,955.	162,898.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						107787443
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	97.77	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	99.46	%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>		
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>		

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

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

Section A. Public Support

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

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

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

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

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2012

Name of the organization

UNITED WAY OF MIDDLE TENNESSEE, INC

Employer identification number

62-0533104

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, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

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

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

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1		\$ <u>947,191.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ <u>4,215,709.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ <u>1,132,122.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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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
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

SCHEDULE C
(Form 990 or 990-EZ)

Political Campaign and Lobbying Activities

OMB No. 1545-0047

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

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

▶ **See separate instructions.**

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

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

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

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

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

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

Name of organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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Part I-A Complete if the organization is exempt under section 501(c) or is a section 527 organization.

- 1 Provide a description of the organization's direct and indirect political campaign activities in Part IV.
- 2 Political expenditures ▶ \$ _____
- 3 Volunteer hours _____

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

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

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

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule C (Form 990 or 990-EZ) 2012

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

- A** Check if the filing organization belongs to an affiliated group (and list in Part IV each affiliated group member's name, address, EIN, expenses, and share of excess lobbying expenditures).
- B** Check if the filing organization checked box A and "limited control" provisions apply.

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)		(a) Filing organization's totals	(b) Affiliated group totals
1 a Total lobbying expenditures to influence public opinion (grass roots lobbying)		0.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)		37.	
c Total lobbying expenditures (add lines 1a and 1b)		37.	
d Other exempt purpose expenditures		21,343,847.	
e Total exempt purpose expenditures (add lines 1c and 1d)		21,343,884.	
f Lobbying nontaxable amount. Enter the amount from the following table in both columns.		1,000,000.	
If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:		
Not over \$500,000	20% of the amount on line 1e.		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000.		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000.		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000.		
Over \$17,000,000	\$1,000,000.		
g Grassroots nontaxable amount (enter 25% of line 1f)		250,000.	
h Subtract line 1g from line 1a. If zero or less, enter -0-		0.	
i Subtract line 1f from line 1c. If zero or less, enter -0-		0.	
j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year?			<input type="checkbox"/> Yes <input 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 instructions for lines 2a through 2f on page 4.)

Lobbying Expenditures During 4-Year Averaging Period					
Calendar year (or fiscal year beginning in)	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) Total
2a Lobbying nontaxable amount	1,000,000.	1,000,000.	1,000,000.	1,000,000.	4,000,000.
b Lobbying ceiling amount (150% of line 2a, column(e))					6,000,000.
c Total lobbying expenditures	8,626.	2,963.	24.	37.	11,650.
d Grassroots nontaxable amount	250,000.	250,000.	250,000.	250,000.	1,000,000.
e Grassroots ceiling amount (150% of line 2d, column (e))					1,500,000.
f Grassroots lobbying expenditures	1,765.	921.			2,686.

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

For each "Yes," response to lines 1a through 1i below, provide in Part IV a detailed description of the lobbying activity.	(a)		(b)
	Yes	No	Amount
1 During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:			
a Volunteers?			
b Paid staff or management (include compensation in expenses reported on lines 1c through 1i)? ..			
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 similar means?			
i Other activities?			
j Total. Add lines 1c through 1i			
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).

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

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

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

Part IV Supplemental Information

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

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization

UNITED WAY OF MIDDLE TENNESSEE, INC

Employer identification number

62-0533104

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

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

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

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

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

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

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

Yes No

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

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

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

Yes No

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

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

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

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

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

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

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

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

a Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b Assets included in Form 990, Part X

▶ \$ _____

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

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

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

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

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

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

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

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

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

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

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

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

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	10,382,682.	10,917,961.	10,205,843.	9,440,654.	13,245,698.
b Contributions	63,618.				
c Net investment earnings, gains, and losses	1,244,678.	<35,279.>	1,312,118.	1,395,189.	3,185,044.
d Grants or scholarships					
e Other expenditures for facilities and programs	3,725,000.	500,000.	600,000.	630,000.	620,000.
f Administrative expenses	42,300.				
g End of year balance	7,923,678.	10,382,682.	10,917,961.	10,205,843.	9,440,654.

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

- a Board designated or quasi-endowment 1.00 %
- b Permanent endowment 96.00 %
- c Temporarily restricted endowment 3.00 %

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

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

	Yes	No
(i) unrelated organizations		X
(ii) related organizations		X

b If "Yes" to 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. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		272,715.		272,715.
b Buildings		968,690.	968,690.	0.
c Leasehold improvements		628,729.	497,922.	130,807.
d Equipment		1,315,511.	1,252,139.	63,372.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				466,894.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

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

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) OTHER RECEIVABLE	93,700.
(2) NET PENSION ASSETS	569,101.
(3) CASH SURRENDER VALUE OF DONATED LIFE INSURANCE POLICIES	1,094,160.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	1,756,961.

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

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

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

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

1	Total revenue, gains, and other support per audited financial statements	1	17,946,466.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	17,946,466.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	3,120,268.
c	Add lines 4a and 4b	4c	3,120,268.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	21,066,734.

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

1	Total expenses and losses per audited financial statements	1	18,223,616.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	18,223,616.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	3,120,268.
c	Add lines 4a and 4b	4c	3,120,268.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	21,343,884.

Part XIII Supplemental Information

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

PART XI, LINE 4B - OTHER ADJUSTMENTS:

CAMPAIGN CONTRIBUTIONS DESIGNATED TO SPECIFIC AGENCIES	3,764,313.
UNPAID PLEDGES	-205,739.
SERVICE FEES COLLECTED ON DESIGNATED GIFTS	-438,306.
TOTAL TO SCHEDULE D, PART XI, LINE 4B	3,120,268.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

Schedule D (Form 990) 2012

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization **UNITED WAY OF MIDDLE TENNESSEE, INC** Employer identification number **62-0533104**

Part I General Information on Grants and Assistance

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

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

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
100 BLACK MEN OF MIDDLE TENNESSEE, INC - 301 DONELSON PIKE - NASHVILLE, TN 37214	58-1984750	501(C)3	9,006.	0.			DESIGNATION
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE LOS ANGELES, CA 90011	95-4427291	501(C)3	5,000.	0.			DESIGNATION
ABLE YOUTH 4316 PRESCOTT RD NASHVILLE, TN 37204	57-1158431	501(C)3	8,088.	0.			DESIGNATION
ADVENTURE SCIENCE CENTER 800 FORT NEGLEY BLVD NASHVILLE, TN 37203	62-0479192	501(C)3	9,223.	0.			DESIGNATION
AGAPE 4555 TROUSDALE DRIVE NASHVILLE, TN 37204	62-1586158	501(C)3	11,599.	0.			DESIGNATION
ALIVE HOSPICE, INC. 1718 PATTERSON ST NASHVILLE, TN 37203	62-0983550	501(C)3	132,785.	0.			DESIGNATION

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

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

Schedule I (Form 990) (2012)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALIVE HOSPICE, INC. 1718 PATTERSON ST NASHVILLE, TN 37203	62-0983550	501(C)3	113,532.	0.			PROGRAM OPNS (OBI)
ALZHEIMERS ASSOCIATION OF MIDDLE TN - 4825 TROUSDALE DRIVE - NASHVILLE, TN 37220	62-1437684	501(C)3	13,857.	0.			DESIGNATION
AMERICAN CANCER SOCIETY DAVIDSON 2000 CHARLOTTE AVENUE NASHVILLE, TN 37203	13-1788491	501(C)3	43,795.	0.			DESIGNATION
AMERICAN HEART ASSOCIATION DAVIDSON - 1818 PATTERSON RD. - NASHVILLE, TN 37203	13-5613797	501(C)3	14,172.	0.			DESIGNATION
AMERICAN RED CROSS DAVIDSON 2201 CHARLOTTE AVE NASHVILLE, TN 37203	53-0196605	501(C)3	106,800.	0.			PROGRAM OPNS (OBI)
AMERICAN RED CROSS DAVIDSON 2201 CHARLOTTE AVE NASHVILLE, TN 37203	53-0196605	501(C)3	100,559.	0.			DESIGNATION
BETHESDA CENTER 108 S MAIN ST ASHLAND CITY, TN 37015	58-2015542	501(C)3	12,160.	0.			PROGRAM OPNS (OBI)
BETHLEHEM CENTERS OF NASHVILLE 1417 CHARLOTTE AVE NASHVILLE, TN 37203	62-0843073	501(C)3	23,759.	0.			DESIGNATIONS
BETHLEHEM CENTERS OF NASHVILLE 1417 CHARLOTTE AVE NASHVILLE, TN 37203	62-0843073	501(C)3	214,942.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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BETHLEHEM CENTERS OF NASHVILLE 1417 CHARLOTTE AVE NASHVILLE, TN 37203	62-0843073	501(C)3	8,408.	0.			GRANTS
BIG BROTHERS & BIG SISTERS OF MIDDLE TENNESSEE - 1704 CHARLOTTE AVENUE - NASHVILLE, TN 37203	23-7056024	501(C)3	26,165.	0.			DESIGNATION
BIG BROTHERS & BIG SISTERS OF MIDDLE TENNESSEE - 1704 CHARLOTTE AVENUE - NASHVILLE, TN 37203	23-7056024	501(C)3	107,229.	0.			PROGRAM OPNS (OBI)
BOY SCOUTS OF AMERICA MIDDLE TN COUNCIL - PO BOX 150409 - NASHVILLE, TN 37215	62-0477729	501(C)3	50,116.	0.			DESIGNATION
BOYS & GIRLS CLUB DAVIDSON 1704 CHARLOTTE AVENUE, STE 200 NASHVILLE, TN 37203	62-0540402	501(C)3	31,122.	0.			DESIGNATION
BOYS & GIRLS CLUB RUTHERFORD 820 JONES BLVD. MURFREESBORO, TN 37129	62-0540402	501(C)3	13,862.	0.			DESIGNATION
BRIDGES 415 4TH AVE S NASHVILLE, TN 37201	62-0498798	501(C)3	10,475.	0.			DESIGNATION
BRIDGES 415 4TH AVE S NASHVILLE, TN 37201	62-0498798	501(C)3	32,483.	0.			PROGRAM OPNS (OBI)
CAMPUS FOR HUMAN DEVELOPMENT PO BOX 25309 NASHVILLE, TN 37202	62-0811413	501(C)3	19,346.	0.			DESIGNATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
CASA DAVIDSON COUNTY 601 WOODLAND ST NASHVILLE, TN 37206	62-1203459	501(C)3	9,336.	0.			DESIGNATION
CATHOLIC CHARITIES OF TENN. INC 30 WHITE BRIDGE ROAD NASHVILLE, TN 37205	62-0679520	501(C)3	284,592.	0.			PROGRAM OPNS (OBI)
CATHOLIC CHARITIES OF TENN. INC 30 WHITE BRIDGE ROAD NASHVILLE, TN 37205	62-0679520	501(C)3	90,134.	0.			DESIGNATION
CENTERSTONE COMMUNITY MENTAL HEALTH CENTERS, INC. - PO BOX 40406 - NASHVILLE, TN 37204	62-6381986	501(C)3	17,906.	0.			DESIGNATION
CHRISTIAN COMMUNITY SERVICES 601 BENTON AVENUE B NASHVILLE, TN 37204	62-1702753	501(C)3	5,493.	0.			DESIGNATION
COLUMBIA CARES 319-D WEST 7TH STREET COLUMBIA, TN 38401	62-1513020	501(C)3	129,235.	0.			GRANTS
COMMUNITY HEALTH CHARITIES 220 ATHENS WAY SUITE 480 NASHVILLE, TN 37228	23-7456385	501(C)3	144,142.	0.			DESIGNATION
COMMUNITY SHARES 107 WEST MAIN STREET KNOXVILLE, TN 37902	62-1233685	501(C)3	101,914.	0.			DESIGNATION
COMPREHENSIVE CARE CENTER 719 THOMPSON LANE NASHVILLE, TN 37204	62-1546612	501(C)3	830,965.	0.			GRANTS

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CONEXION AMERICAS 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	62-1715618	501(C)3	4,165.	0.			DESIGNATION
CONEXION AMERICAS 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	62-1715618	501(C)3	2,187.	0.			GRANTS
CONEXION AMERICAS 2195 NOLENSVILLE PIKE NASHVILLE, TN 37211	62-1715618	501(C)3	90,191.	0.			PROGRAM OPNS (OBI)
CUMBERLAND CRISIS PREGNANCY CENTER PO BOX 1037 HENDERSONVILLE, TN 37077	58-1705496	501(C)3	6,006.	0.			DESIGNATION
CUMBERLAND HEIGHTS FOUNDATION PO BOX 90762 NASHVILLE, TN 37209	62-6050684	501(C)3	55,421.	0.			DESIGNATION
CURREY INGRAM ACADEMY 6445 MURRAY LN BRENTWOOD, TN 37027	62-1296326	501(C)3	16,015.	0.			DESIGNATION
CYSTIC FIBROSIS FOUNDATION 4825 TROUSDALE DRIVE NASHVILLE, TN 37220	62-0851705	501(C)3	12,202.	0.			DESIGNATION
DISMAS HOUSE- NASHVILLE 1513 16TH AVENUE SOUTH NASHVILLE, TN 37212	23-7376100	501(C)3	13,000.	0.			PROGRAM OPNS (OBI)
DISMAS HOUSE- NASHVILLE 1513 16TH AVENUE SOUTH NASHVILLE, TN 37212	23-7376100	501(C)3	3,842.	0.			DESIGNATION

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DREAM CENTERS OF TENNESSEE PO BOX 813 ANTIOCH, TN 37011	27-3358910	501(C)3	18,470.	0.			GRANTS
EIGHTEENTH AVENUE FAMILY ENRICHMENT CENTER - 1811 OSAGE ST - NASHVILLE, TN 37208	62-0562855	501(C)3	74,217.	0.			PROGRAM OPNS (OBI)
EIGHTEENTH AVENUE FAMILY ENRICHMENT CENTER - 1811 OSAGE ST - NASHVILLE, TN 37208	62-0562855	501(C)3	7,314.	0.			DESIGNATION
ELAM MENTAL HEALTH CENTER 1005 DR. DB TODD JR. BLVD NASHVILLE, TN 37208	62-0488046	501(C)3	59,952.	0.			GRANTS
FAMILY & CHILDREN'S SERVICE 201 23RD AVE N NASHVILLE, TN 37203	62-0499284	501(C)3	374,117.	0.			PROGRAM OPNS (OBI)
FAMILY & CHILDREN'S SERVICE 201 23RD AVE N NASHVILLE, TN 37203	62-0499284	501(C)3	483,275.	0.			GRANTS
FAMILY & CHILDREN'S SERVICE 201 23RD AVE N NASHVILLE, TN 37203	62-0499284	501(C)3	24,494.	0.			DESIGNATION
FANNIE BATTLE DAY HOME FOR CHILDREN, INC. - 911 SHELBY AVENUE - NASHVILLE, TN 37206	62-1859820	501(C)3	3,356.	0.			DESIGNATION
FANNIE BATTLE DAY HOME FOR CHILDREN, INC. - 911 SHELBY AVENUE - NASHVILLE, TN 37206	62-1859820	501(C)3	71,540.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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FIFTYFORWARD FOUNDATION (FORMERLY SENIOR CITIZEN'S, INC.) - 174 RAINS AVENUE - NASHVILLE, TN 37203	62-1202660	501(C)3	32,663.	0.			DESIGNATION
FIFTYFORWARD FOUNDATION (FORMERLY SENIOR CITIZEN'S, INC.) - 174 RAINS AVENUE - NASHVILLE, TN 37203	62-1202660	501(C)3	308,668.	0.			PROGRAM OPNS (OBI)
FIRST STEPS, INC. 1900 GRAYBAR LANE NASHVILLE, TN 37215	62-0674974	501(C)3	118,946.	0.			PROGRAM OPNS (OBI)
FIRST STEPS, INC. 1900 GRAYBAR LANE NASHVILLE, TN 37215	62-0674974	501(C)3	9,215.	0.			DESIGNATION
FISK UNIVERSITY 1000 17TH AVE N NASHVILLE, TN 37208	62-0202000	501(C)3	8,506.	0.			DESIGNATION
FRIST CENTER FOR THE VISUAL ARTS 919 BROADWAY NASHVILLE, TN 37203	62-1731495	501(C)3	6,252.	0.			DESIGNATION
GILDA'S CLUB NASHVILLE 1707 DIVISION STREET NASHVILLE, TN 37203	62-1614190	501(C)3	10,336.	0.			DESIGNATION
GIRL SCOUTS OF MIDDLE TN 4522 GRANNY WHITE PIKE NASHVILLE, TN 37204	62-0589380	501(C)3	13,980.	0.			DESIGNATION
GOODWILL INDUSTRIES OF MIDDLE TENNESSEE, INC. - 1015 HERMAN STREET - NASHVILLE, TN 37208	62-0599413	501(C)3	38,157.	0.			PROGRAM OPNS (OBI)

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GOODWILL INDUSTRIES OF MIDDLE TN DAVIDSON - 1015 HERMAN STREET - NASHVILLE, TN 37208	62-0599413	501(C)3	4,712.	0.			DESIGNATION
GORDAN JEWISH COMMUNITY CENTER OF NASHVILLE - 801 PERCY WARNER BLVD - NASHVILLE, TN 37205	62-0475746	501(C)3	8,071.	0.			DESIGNATION
GRACE M. EATON CHILD CARE & PARENT RESOURCE CENTER - 1708 PEARL ST - NASHVILLE, TN 37203	62-0481797	501(C)3	2,408.	0.			DESIGNATION
GRACE M. EATON CHILD CARE & PARENT RESOURCE CENTER - 1708 PEARL ST - NASHVILLE, TN 37203	62-0481797	501(C)3	50,000.	0.			PROGRAM OPNS (OBI)
GUARDIANSHIP AND TRUSTS CORPORATION OF TENNESSEE - 95 WHITE BRIDGE PIKE - NASHVILLE, TN 37205	58-1454706	501(C)3	1,435.	0.			DESIGNATION
GUARDIANSHIP AND TRUSTS CORPORATION OF TENNESSEE - 95 WHITE BRIDGE PIKE - NASHVILLE, TN 37205	58-1454706	501(C)3	24,325.	0.			PROGRAM OPNS (OBI)
HABITAT FOR HUMANITY NASHVILLE 1006 8TH AVENUE SOUTH NASHVILLE, TN 37203	58-1636286	501(C)3	10,947.	0.			DESIGNATION
HOPE CLINIC FOR WOMEN 1810 HAYES STREET NASHVILLE, TN 37203	62-1164825	501(C)3	7,292.	0.			DESIGNATION
HOSPITAL HOSPITALITY HOUSE 214 REIDHURST AVE NASHVILLE, TN 37203	62-0909363	501(C)3	7,393.	0.			DESIGNATION

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INTERFAITH DENTAL CLINIC OF NASHVILLE - 1721 PATTERSON ST - NASHVILLE, TN 37203	62-1567615	501(C)3	107,566.	0.			PROGRAM OPNS (OBI)
INTERFAITH DENTAL CLINIC OF NASHVILLE - 1721 PATTERSON ST - NASHVILLE, TN 37203	62-1567615	501(C)3	4,941.	0.			DESIGNATION
JEWISH FEDERATION OF NASHVILLE 801 PERCY WARNER BLVD NASHVILLE, TN 37205	62-6077703	501(C)3	50,000.	0.			DESIGNATION
JEWISH FEDERATION OF SOUTH PALM BEACH COUNTY - 4601 COMMUNITY DR - WEST PALM BEACH, FL 33417	59-0948696	501(C)3	19,000.	0.			DESIGNATION
JUNIOR ACHIEVEMENT/DAVIDSON 120 POWELL PLACE NASHVILLE, TN 37204	62-0582571	501(C)3	13,049.	0.			DESIGNATION
JUVENILE DIABETES FOUNDATION 105 WEST PARK DRIVE 415 BRENTWOOD, TN 37027	23-1907729	501(C)3	10,136.	0.			DESIGNATION
KING'S DAUGHTER DAY HOME 590 N DUPONT AVE NASHVILLE, TN 37115	62-0729602	501(C)3	108,072.	0.			PROGRAM OPNS (OBI)
KING'S DAUGHTER DAY HOME 590 N DUPONT AVE NASHVILLE, TN 37115	62-0729602	501(C)3	7,811.	0.			DESIGNATION
LADIES OF CHARITY WELFARE AGENCY, INC. - 2216 STATE ST - NASHVILLE, TN 37203	62-0481799	501(C)3	67,370.	0.			PROGRAM OPNS (OBI)

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LADIES OF CHARITY WELFARE AGENCY, INC. - 2216 STATE ST - NASHVILLE, TN 37203	62-0481799	501(C)3	1,920.	0.			DESIGNATION
LEGAL AID SOCIETY OF MIDDLE TN AND THE CUMBERLANDS - 300 DEADERICK ST - NASHVILLE, TN 37201	62-0800756	501(C)3	15,413.	0.			DESIGNATION
LEGAL AID SOCIETY OF MIDDLE TN AND THE CUMBERLANDS - 300 DEADERICK ST - NASHVILLE, TN 37201	62-0800756	501(C)3	87,047.	0.			PROGRAM OPNS (OBI)
LOAVES & FISHES HOLY NAME CHURCH 30 WHITE BRIDGE RD NASHVILLE, TN 37205	62-1692703	501(C)3	6,919.	0.			DESIGNATION
MAGDALENE PO BOX 6330-B NASHVILLE, TN 37235	58-2050089	501(C)3	15,010.	0.			PROGRAM OPNS (OBI)
MAGDALENE PO BOX 6330-B NASHVILLE, TN 37235	58-2050089	501(C)3	28,552.	0.			DESIGNATION
MAKE A WISH OF MIDDLE TN 209 10TH AVENUE SOUTH NASHVILLE, TN 37203	62-1833327	501(C)3	9,055.	0.			DESIGNATION
MARTHA O'BRYAN CENTER, INC. 711 SOUTH SEVENTH STREET NASHVILLE, TN 37205	62-0477728	501(C)3	35,588.	0.			DESIGNATION
MARTHA O'BRYAN CENTER, INC. 711 SOUTH SEVENTH STREET NASHVILLE, TN 37205	62-0477728	501(C)3	380,692.	0.			PROGRAM OPNS (OBI)

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MATTHEW 25, INC. P O BOX 158461 NASHVILLE, TN 37215	58-1673641	501(C)3	15,501.	0.			PROGRAM OPNS (OBI)
MATTHEW 25, INC. P O BOX 158461 NASHVILLE, TN 37215	58-1673641	501(C)3	2,439.	0.			DESIGNATION
MATTHEW WALKER COMPREHENSIVE HEALTH CENTER, INC. - 1035 14TH AVE - NASHVILLE, TN 37208	62-1035426	501(C)3	3,952.	0.			DESIGNATION
MATTHEW WALKER COMPREHENSIVE HEALTH CENTER, INC. - 1035 14TH AVE - NASHVILLE, TN 37208	62-1035426	501(C)3	34,165.	0.			GRANTS
MATTHEW WALKER COMPREHENSIVE HEALTH CENTER, INC. - 1035 14TH AVE - NASHVILLE, TN 37208	62-1035426	501(C)3	43,950.	0.			PROGRAM OPNS (OBI)
MCNEILLY CENTER FOR CHILDREN 100 MERIDIAN ST NASHVILLE, TN 37207	62-0479366	501(C)3	372,523.	0.			PROGRAM OPNS (OBI)
MCNEILLY CENTER FOR CHILDREN 100 MERIDIAN ST NASHVILLE, TN 37207	62-0479366	501(C)3	9,140.	0.			DESIGNATION
MEHARRY MEDICAL COLLEGE 1005 DR. DB TODD JR. BLVD NASHVILLE, TN 37208	62-0488046	501(C)3	158,844.	0.			GRANTS
MEHARRY MEDICAL COLLEGE 1005 DR. DB TODD JR. BLVD NASHVILLE, TN 37208	62-0488046	501(C)3	19,076.	0.			DESIGNATION

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MEMPHIS PUBLIC LIBRARY 3030 POPLAR AVE MEMPHIS, TN 38111	62-1590768	501(C)3	11,096.	0.			GRANTS
MENTAL HEALTH ASSOCIATION OF MIDDLE TENNESSEE - 2416 21ST AVENUE SOUTH, SUITE 201 - NASHVILLE, TN 37212	62-0637710	501(C)3	9,481.	0.			DESIGNATION
MENTAL HEALTH COOPERATIVE 275 CUMBERLAND BEND DRIVE NASHVILLE, TN 37228	58-2018687	501(C)3	66,512.	0.			PROGRAM OPNS (OBI)
MENTAL HEALTH COOPERATIVE 275 CUMBERLAND BEND DRIVE NASHVILLE, TN 37228	58-2018687	501(C)3	5,232.	0.			DESIGNATION
MENTAL HEALTH COOPERATIVE 275 CUMBERLAND BEND DRIVE NASHVILLE, TN 37228	58-2018687	501(C)3	94,113.	0.			GRANTS
METROPOLITAN INTERDENOMINATIONAL CHURCH - 2128 11TH AVENUE NORTH - NASHVILLE, TN 37208	62-1100022	501(C)3	206,841.	0.			GRANT
MID CUMBERLAND COMMUNITY ACTION AGENCY - 1101 KERMIT DR STE 300 - NASHVILLE, TN 37087	62-0859072	501(C)3	16,565.	0.			GRANTS
MID CUMBERLAND HRA PO BOX 17385 NASHVILLE, TN 37217	62-0923487	501(C)3	13,275.	0.			PROGRAM OPNS (OBI)
MID CUMBERLAND HRA PO BOX 17385 NASHVILLE, TN 37217	62-0923487	501(C)3	27,053.	0.			DESIGNATION

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MID TN SUPPORTED LIVING, INC. 1161 MURFREESBORO PIKE # 215 NASHVILLE, TN 37217	62-1659522	501(C)3	38,753.	0.			PROGRAM OPNS (OBI)
MID TN SUPPORTED LIVING, INC. 1161 MURFREESBORO PIKE # 215 NASHVILLE, TN 37217	62-1659522	501(C)3	416.	0.			DESIGNATION
MONROE HARDING CHILDREN'S HOME 1120 GLENDALE LANE NASHVILLE, TN 37204	62-0476670	501(C)3	19,597.	0.			PROGRAM OPNS (OBI)
MONROE HARDING CHILDREN'S HOME 1120 GLENDALE LANE NASHVILLE, TN 37204	62-0476670	501(C)3	7,593.	0.			DESIGNATION
MULTIPLE SCLEROSIS SOCIETY OF MIDDLE TENNESSEE - 4219 HILLSBORO ROAD - NASHVILLE, TN 37215	13-5661935	501(C)3	7,876.	0.			DESIGNATION
MUR-CI HOMES, INC. 2984 BABY RUTH LN ANTIOCH, TN 37013	62-0649797	501(C)3	10,253.	0.			DESIGNATION
NASHVILLE ADULT LITERACY COUNCIL 4805 PARK AVE NASHVILLE, TN 37209	58-1488230	501(C)3	134,179.	0.			PROGRAM OPNS (OBI)
NASHVILLE ADULT LITERACY COUNCIL 4805 PARK AVE NASHVILLE, TN 37209	58-1488230	501(C)3	4,454.	0.			DESIGNATION
NASHVILLE ALLIANCE ON MENTAL ILLNESS - PO BOX 281756 - NASHVILLE, TN 37228	58-1679614	501(C)3	5,137.	0.			DESIGNATION

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
NASHVILLE CARES, INC. 633 THOMPSON LANE NASHVILLE, TN 37204	62-1274532	501(C)3	74,266.	0.			PROGRAM OPNS (OBI)
NASHVILLE CARES, INC. 633 THOMPSON LANE NASHVILLE, TN 37204	62-1274532	501(C)3	2,986,149.	0.			GRANT
NASHVILLE CARES, INC. 633 THOMPSON LANE NASHVILLE, TN 37204	62-1274532	501(C)3	45,453.	0.			DESIGNATION
NASHVILLE CHILDREN'S ALLIANCE 1264 FOSTER AVE NASHVILLE, TN 37210	62-1484097	501(C)3	18,000.	0.			PROGRAM OPNS (OBI)
NASHVILLE CHILDREN'S ALLIANCE 1264 FOSTER AVE NASHVILLE, TN 37210	62-1484097	501(C)3	9,768.	0.			DESIGNATION
NASHVILLE HUMANE ASSOCIATION 213 OCEOLA AVENUE NASHVILLE, TN 37209	57-1203593	501(C)3	42,939.	0.			DESIGNATION
NASHVILLE OPPORTUNITIES INDUSTRIALIZATION CENTER - 460 10TH CIRCLE NORTH - P. O. BOX 280507 - NASHVILLE, TN 37228	62-0794650	501(C)3	14,696.	0.			PROGRAM OPNS (OBI)
NASHVILLE OPPORTUNITIES INDUSTRIALIZATION CENTER - 460 10TH CIRCLE NORTH - P. O. BOX 280507 - NASHVILLE, TN 37228	62-0794650	501(C)3	1,299.	0.			DESIGNATION
NASHVILLE PUBLIC EDUCATION FOUNDATION - 2400 FAIRFRAX AVENUE - NASHVILLE, TN 37212	48-1266314	501(C)3	40,171.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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NASHVILLE PUBLIC EDUCATION FOUNDATION - 2400 FAIRFRAX AVENUE - NASHVILLE, TN 37212	48-1266314	501(C)3	128,973.	0.			DESIGNATION
NASHVILLE PUBLIC EDUCATION FOUNDATION - 2400 FAIRFRAX AVENUE - NASHVILLE, TN 37212	48-1266314	501(C)3	86,476.	0.			GRANTS
NASHVILLE PUBLIC LIBRARY FOUNDATION - 615 CHURCH ST - NASHVILLE, TN 37219	62-1681766	501(C)3	6,963.	0.			DESIGNATION
NASHVILLE RESCUE MISSION PO BOX 333229 NASHVILLE, TN 37203	62-6018832	501(C)3	51,362.	0.			DESIGNATION
NASHVILLE SAFE HAVEN FAMILY SHELTER - 1234 3RD AVENUE SOUTH - NASHVILLE, TN 37210	62-1807653	501(C)3	19,397.	0.			DESIGNATION
NASHVILLE SYMPHONY ONE SYMPHONY PLACE NASHVILLE, TN 37201	62-0550979	501(C)3	24,947.	0.			DESIGNATION
NASHVILLE YOUNG WOMEN'S CHRISTIAN ASSOCIATION YWCA - 1608 WOODMONT BLVD - NASHVILLE, TN 37215	62-0475702	501(C)3	31,898.	0.			DESIGNATION
NASHVILLE YOUNG WOMEN'S CHRISTIAN ASSOCIATION YWCA - 1608 WOODMONT BLVD - NASHVILLE, TN 37215	62-0475702	501(C)3	235,268.	0.			PROGRAM OPNS (OBI)
NEIGHBORHOODS RESOURCE CENTER 1312 3RD AVE N NASHVILLE, TN 37208	62-1817514	501(C)3	2,258.	0.			DESIGNATION

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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NEIGHBORHOODS RESOURCE CENTER 1312 3RD AVE N NASHVILLE, TN 37208	62-1817514	501(C)3	159,820.	0.			PROGRAM OPNS (OBI)
NEW LEVEL COMMUNITY DEVELOPMENT CORP - 1112 JEFFERSON ST - NASHVILLE, TN 37208	62-1873654	501(C)3	5,187.	0.			GRANTS
NURSES FOR NEWBORNS OF TN 50 VANTAGE WAY NASHVILLE, TN 37228	43-1601329	501(C)3	62,623.	0.			PROGRAM OPNS (OBI)
NURSES FOR NEWBORNS OF TN 50 VANTAGE WAY NASHVILLE, TN 37228	43-1601329	501(C)3	8,757.	0.			DESIGNATION
NYU LANGONE MEDICAL CENTER 1 PARK AVE 17TH FLOOR NEW YORK, NY 10016	13-3971298	501(C)3	10,000.	0.			DESIGNATION
OASIS CENTER, INC. P.O. BOX 121648 NASHVILLE, TN 37212	62-0968273	501(C)3	547,730.	0.			PROGRAM OPNS (OBI)
OASIS CENTER, INC. P.O. BOX 121648 NASHVILLE, TN 37212	62-0968273	501(C)3	31,185.	0.			DESIGNATION
OLD HICKORY CHRISITAN COMMUNITY OUTREACH - 209 BRIDGEWAY AVE - OLD HICKORY, TN 37138	62-1279200	501(C)3	1,252.	0.			DESIGNATION
OLD HICKORY CHRISTIAN COMMUNITY OUTREACH - 209 BRIDGEWAY AVE - OLD HICKORY, TN 37138	62-1279200	501(C)3	13,270.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ONE (ORGANIZED NEIGHBORS OF EDGEHILL) - 1001 EDGEHILL AVE - NASHVILLE, TN 37203	62-1540325	501(C)3	964.	0.			DESIGNATION
ONE (ORGANIZED NEIGHBORS OF EDGEHILL) - 1001 EDGEHILL AVE - NASHVILLE, TN 37203	62-1540325	501(C)3	85,418.	0.			PROGRAM OPNS (OBI)
ONE (ORGANIZED NEIGHBORS OF EDGEHILL) - 1001 EDGEHILL AVE - NASHVILLE, TN 37203	62-1540325	501(C)3	2,440.	0.			GRANTS
OPERATION STAND DOWN NASHVILLE, INC. - 1101 EDGEHILL AVE # 1000 - NASHVILLE, TN 37203	62-1638832	501(C)3	21,073.	0.			DESIGNATION
OPERATION STAND DOWN NASHVILLE, INC. - 1101 EDGEHILL AVE # 1000 - NASHVILLE, TN 37203	62-1638832	501(C)3	10,969.	0.			PROGRAM OPNS (OBI)
OSHO ACADEMY 120 DEER TRAIL DR SEDONA, AZ 86336	86-0760237	501(C)3	14,200.	0.			DESIGNATION
OUR KIDS, INC 1804 HAYES STREET NASHVILLE, TN 37203	58-1830327	501(C)3	15,933.	0.			DESIGNATION
PACE ACADEMY 966 W PACES FERRY RD ATLANTA, GA 30327	58-0706812	501(C)3	5,000.	0.			DESIGNATION
PARK CENTER 801 12ST AVE SOUTH NASHVILLE, TN 37203	62-1336640	501(C)3	70,235.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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PARK CENTER 801 12ST AVE SOUTH NASHVILLE, TN 37203	62-1336640	501(C)3	8,411.	0.			DESIGNATION
PENCIL FOUNDATION 421 GREAT CIRCLE RD #100 NASHVILLE, TN 37228	58-1475675	501(C)3	7,805.	0.			DONOR DESIGNATED
PENCIL FOUNDATION 421 GREAT CIRCLE RD #100 NASHVILLE, TN 37228	58-1475675	501(C)3	196,066.	0.			PROGRAM OPNS (OBI)
PENCIL FOUNDATION 421 GREAT CIRCLE RD #100 NASHVILLE, TN 37228	58-1475675	501(C)3	34,110.	0.			GRANTS
PLANNED PARENTHOOD OF MIDDLE & EAST TN - 50 VANTAGE WAY - NASHVILLE, TN 37228	62-6050064	501(C)3	40,609.	0.			GRANT
PLANNED PARENTHOOD OF MIDDLE & EAST TN - 50 VANTAGE WAY - NASHVILLE, TN 37228	62-6050064	501(C)3	24,346.	0.			DESIGNATION
PROJECT RETURN, INC. 1200 DIVISION ST # 200 NASHVILLE, TN 37203	62-1058325	501(C)3	53,010.	0.			PROGRAM OPNS (OBI)
PROJECT RETURN, INC. 1200 DIVISION ST # 200 NASHVILLE, TN 37203	62-1058325	501(C)3	1,731.	0.			DESIGNATION
RENEWAL HOUSE, INC. PO BOX 280356 NASHVILLE, TN 37228	62-1631055	501(C)3	37,417.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
RENEWAL HOUSE, INC. PO BOX 280356 NASHVILLE, TN 37228	62-1631055	501(C)3	8,530.	0.			DESIGNATION
RESIDENTIAL RESOURCES, INC. 604 GALLATIN AVE # 103 NASHVILLE, TN 37206	62-1718171	501(C)3	39,106.	0.			PROGRAM OPNS (OBI)
ROCHELLE CENTER 1020 SOUTHSIDE CT NASHVILLE, TN 37203	62-0813080	501(C)3	30,934.	0.			PROGRAM OPNS (OBI)
ROCHELLE CENTER 1020 SOUTHSIDE CT NASHVILLE, TN 37203	62-0813080	501(C)3	3,247.	0.			DESIGNATION
RONALD MCDONALD HOUSE DAVIDSON 2144 FAIRFAX NASHVILLE, TN 37212	62-1310717	501(C)3	9,770.	0.			DONOR DESIGNATED
SAFE PLACE FOR ANIMALS PO BOX 243 GALLATIN, TN 37066	77-0666406	501(C)3	5,228.	0.			DESIGNATION
SALAMA URBAN MINISTRIES, INC. 1205 8TH AVE S NASHVILLE, TN 37203	58-2198012	501(C)3	73,483.	0.			PROGRAM OPNS (OBI)
SALAMA URBAN MINISTRIES, INC. 1205 8TH AVE S NASHVILLE, TN 37203	58-2198012	501(C)3	8,754.	0.			DESIGNATION
SALVATION ARMY 631 DICKERSON RD. NASHVILLE, TN 37207	58-0660607	501(C)3	33,383.	0.			GRANT

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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SALVATION ARMY 631 DICKERSON RD. NASHVILLE, TN 37207	58-0660607	501(C)3	53,412.	0.			DESIGNATION
SALVATION ARMY 631 DICKERSON RD. NASHVILLE, TN 37207	58-0660607	501(C)3	111,000.	0.			PROGRAM OPNS (OBI)
SAMARITAN MINISTRIES/ PROJECT S.S.E. - 1041 28TH AVENUE NORTH - NASHVILLE, TN 37208	62-1341004	501(C)3	8,012.	0.			DONOR DESIGNATED
SAMARITAN RECOVERY COMMUNITY, INC. 319 SOUTH 4TH STREET NASHVILLE, TN 37206	62-0723592	501(C)3	4,380.	0.			DONOR DESIGNATED
SAMARITAN RECOVERY COMMUNITY, INC. 319 SOUTH 4TH STREET NASHVILLE, TN 37206	62-0723592	501(C)3	118,011.	0.			PROGRAM OPNS (OBI)
SECOND HARVEST FOOD BANK OF MIDDLE TENNESSEE - 331 GREAT CIRCLE RD - NASHVILLE, TN 37228	62-1049447	501(C)3	166,027.	0.			DONOR DESIGNATED
SECOND HARVEST FOOD BANK OF MIDDLE TENNESSEE - 331 GREAT CIRCLE RD - NASHVILLE, TN 37228	62-1049447	501(C)3	121,226.	0.			PROGRAM OPNS (OBI)
SEXUAL ASSAULT CENTER 101 FRENCH LANDING DRIVE NASHVILLE, TN 37228	62-1043294	501(C)3	16,277.	0.			DONOR DESIGNATED
SEXUAL ASSAULT CENTER 101 FRENCH LANDING DRIVE NASHVILLE, TN 37228	62-1043294	501(C)3	74,641.	0.			PROGRAM OPNS (OBI)

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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SMYRNA-LAVERGNE FOOD BANK 130 RICHARDSON ST SMYRNA, TN 37167	58-1565567	501(C)3	5,145.	0.			DESIGNATION
SOUTH CENTRAL HRA PO BOX 638 FAYETTEVILLE, TN 37334	62-0944179	501(C)3	6,365.	0.			DESIGNATION
SOUTH CENTRAL HRA PO BOX 638 FAYETTEVILLE, TN 37334	62-0944179	501(C)3	37,862.	0.			GRANTS
SPECIAL KIDS 202 ARNETTE STREET MURFREESBORO, TN 37130	62-1718638	501(C)3	10,508.	0.			DESIGNATION
ST. JUDE'S CHILDREN RESEARCH HOSPITAL - 501 ST. JUDE'S PLACE - MEMPHIS, TN 38105	62-0646012	501(C)3	22,970.	0.			DESIGNATION
ST. LUKE'S COMMUNITY HOUSE EPISCOPAL, INC. - 5601 NEW YORK AVE - NASHVILLE, TN 37209	62-0484183	501(C)3	210,472.	0.			PROGRAM OPNS (OBI)
ST. LUKE'S COMMUNITY HOUSE EPISCOPAL, INC. - 5601 NEW YORK AVE - NASHVILLE, TN 37209	62-0484183	501(C)3	28,675.	0.			GRANT
ST. LUKE'S COMMUNITY HOUSE EPISCOPAL, INC. - 5601 NEW YORK AVE - NASHVILLE, TN 37209	62-0484183	501(C)3	23,562.	0.			DESIGNATION
ST. MARY VILLA CHILD DEVELOPMENT CENTER - 30 WHITE BRIDGE RD - NASHVILLE, TN 37205	62-0579243	501(C)3	5,326.	0.			DESIGNATION

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ST. MARY VILLA CHILD DEVELOPMENT CENTER - 30 WHITE BRIDGE RD - NASHVILLE, TN 37205	62-0579243	501(C)3	186,902.	0.			PROGRAM OPNS (OBI)
STARS NASHVILLE 1704 CHARLOTTE PIKE, SUITE 200 NASHVILLE, TN 37203	62-1285699	501(C)3	9,472.	0.			DESIGNATION
STARS NASHVILLE 1704 CHARLOTTE PIKE, SUITE 200 NASHVILLE, TN 37203	62-1285699	501(C)3	165,931.	0.			PROGRAM OPNS (OBI)
STATE OF TENNESSEE CORDELL HULL BUILDING, 4TH FLOOR NASHVILLE, TN 37243	62-6001445	501(C)3	96,727.	0.			GRANT
STREET WORKS PO BOX 60037 NASHVILLE, TN 37206	62-1806967	501(C)3	369,917.	0.			GRANT
STREET WORKS PO BOX 60037 NASHVILLE, TN 37206	62-1806967	501(C)3	270.	0.			DONOR DESIGNATED
SUSAN GRAY SCHOOL FOR CHILDREN JOHN F KENNEDY CENTER BOX 66 PEABODY VANDERBILT - NASHVILLE, TN 37203	62-0476822	501(C)3	6,877.	0.			DESIGNATION
TEMPLE SINAI 3509 S GLENCOE ST DENVER, CO 80237	84-6050187	501(C)3	10,000.	0.			DESIGNATION
TENNESSEE POISON CENTER 1161 21ST AVE S NASHVILLE, TN 37232	62-0476822	501(C)3	1,792.	0.			DESIGNATION

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TENNESSEE POISON CENTER 1161 21ST AVE S NASHVILLE, TN 37232	62-0476822	501(C)3	32,019.	0.			PROGRAM OPNS (OBI)
THE ARC OF DAVIDSON COUNTY 111 NORTH WILSON BLVD NASHVILLE, TN 37205	62-0588710	501(C)3	11,000.	0.			PROGRAM OPNS (OBI)
THE ARC OF DAVIDSON COUNTY 111 NORTH WILSON BLVD NASHVILLE, TN 37205	62-0588710	501(C)3	4,396.	0.			DESIGNATION
THE ART OF ELYSIUM 3278 WILSHIRE BLVD PENTHOUSUE LOS ANGELES, CA 90010	95-4673306	501(C)3	5,000.	0.			DESIGNATION
THE NEXT DOOR P.O. BOX 23336 NASHVILLE, TN 37202	43-2001774	501(C)3	20,000.	0.			PROGRAM OPNS (OBI)
THE NEXT DOOR P.O. BOX 23336 NASHVILLE, TN 37202	43-2001774	501(C)3	8,184.	0.			DESIGNATION
TN BAPTIST CHILDREN'S HOME PO BOX 2206 BRENTWOOD, TN 37024	62-0488043	501(C)3	10,420.	0.			DESIGNATION
UNITED NEIGHBORHOOD HEALTH SERVICES, INC. - 617 S 8TH ST - NASHVILLE, TN 37206	62-1032792	501(C)3	156,387.	0.			PROGRAM OPNS (OBI)
UNITED NEIGHBORHOOD HEALTH SERVICES, INC. - 617 S 8TH ST - NASHVILLE, TN 37206	62-1032792	501(C)3	2,330.	0.			GRANTS

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

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UNITED NEIGHBORHOOD HEALTH SERVICES, INC. - 617 S 8TH ST - NASHVILLE, TN 37206	62-1032792	501(C)3	919.	0.			DESIGNATION
UPPER CUMBERLAND HRA 311 ENTERPRISE DRIVE COOKEVILLE, TN 38506	62-0906260	501(C)3	1,833.	0.			DESIGNATION
UPPER CUMBERLAND HRA 311 ENTERPRISE DRIVE COOKEVILLE, TN 38506	62-0906260	501(C)3	42,057.	0.			GRANT
UW DICKSON COUNTY PO BOX 1652 DICKSON, TN 37056	62-1771536	501(C)3	5,554.	0.			DESIGNATION
UW GREATER CHATTANOOGA PO BOX 4027 CHATTANOOGA, TN 37405	62-0565962	501(C)3	36,048.	0.			GRANT
UW GREATER KNOXVILLE 1301 HANNAH AVENUE KNOXVILLE, TN 37921	62-0475748	501(C)3	29,159.	0.			GRANTS
UW MONTGOMERY COUNTY TN 529 NORTH 2ND STREET CLARKSVILLE, TN 37040	62-6014536	501(C)3	11,331.	0.			GRANT
UW OF THE HIGHLAND RIM PO BOX 27 TULLAHOMA, TN 37388	58-1468822	501(C)3	5,688.	0.			DESIGNATION
UW ROBERTSON COUNTY 101 5TH AVENUE WEST SPRING FIELD, TN 37172	62-1763845	501(C)3	12,138.	0.			DESIGNATION

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UW RUTHERFORD COUNTY PO BOX 330056 MURFREESBORO, TN 37133	581341880	501(C)3	95,223.	0.			DESIGNATION
UW SUMNER COUNTY 625 JOHNNY CASH BLVD HENDERSONVILLE, TN 37075	311510208	501(C)3	23,142.	0.			DESIGNATION
UW WILLIAMSON COUNTY 209 GOTHIC COURT FRANKLIN, TN 37067	626049469	501(C)3	99,852.	0.			DONOR DESIGNATED
UW WILSON COUNTY PO BOX 3541 LEBANON, TN 37088	621660029	501(C)3	36,133.	0.			DESIGNATION
VANDERBILT BILL WILKERSON/ DAVIDSON - 1215 21ST AVENUE SOUTH - NASHVILLE, TN 37232	62-0476822	501(C)3	1,520.	0.			PROGRAM OPNS (OBI)
VANDERBILT BILL WILKERSON/ DAVIDSON - 1215 21ST AVENUE SOUTH - NASHVILLE, TN 37232	62-0476822	501(C)3	5,758.	0.			DESIGNATION
VANDERBILT CENTER FOR HEALTH SERVICES - 1211 MEDICAL CENTER DRIVE - NASHVILLE, TN 37232	62-0476822	501(C)3	165,238.	0.			PROGRAM OPNS (OBI)
VANDERBILT CENTER FOR HEALTH SERVICES - 1211 MEDICAL CENTER DRIVE - NASHVILLE, TN 37232	62-0476822	501(C)3	2,145.	0.			GRANT
VANDERBILT CENTER FOR HEALTH SERVICES - 1211 MEDICAL CENTER DRIVE - NASHVILLE, TN 37232	62-0476822	501(C)3	2,877.	0.			DESIGNATION

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VANDERBILT INGRAM CANCER CENTER 691 PRESTON BUILDING NASHVILLE, TN 37232	62-0476822	501(C)3	5,499.	0.			DESIGNATION
VANDERBILT MEDICAL CENTER 2101 WEST END NASHVILLE, TN 37232	62-0476822	501(C)3	1,600.	0.			DESIGNATION
VANDERBILT MEDICAL CENTER 2101 WEST END NASHVILLE, TN 37232	62-0476822	501(C)3	417,121.	0.			GRANTS
VANDERBILT MONROE CARELL JR. CHILDRENS' HOSPITAL - 1211 MEDICAL CENTER DRIVE - NASHVILLE, TN 37232	62-0476822	501(C)3	28,741.	0.			DESIGNATION
VANDERBILT UNIVERSITY PEABODY 230 APPLETON PLACE NASHVILLE, TN 37203	62-0476822	501(C)3	22,000.	0.			PROGRAM OPNS (OBI)
WALDEN'S PUDDLE PO BOX 641 JOELTON, TN 37080	62-1471146	501(C)3	6,398.	0.			DESIGNATION
WAYNE REED CHRISTIAN CHILDCARE CENTER - 11-B LINDSLEY AVENUE - NASHVILLE, TN 37210	62-1625142	501(C)3	9,217.	0.			DESIGNATION
WAYNE REED CHRISTIAN CHILDCARE CENTER - 11-B LINDSLEY AVENUE - NASHVILLE, TN 37210	62-1625142	501(C)3	68,188.	0.			PROGRAM OPNS (OBI)
WOODBINE COMMUNITY ORGANIZATION 222 ORIEL AVE NASHVILLE, TN 37210	62-1280006	501(C)3	20,206.	0.			GRANTS

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
WO SMITH NASHVILLE COMMUNITY MUSIC SCHOOL - PO BOX 121348 - NASHVILLE, TN 37212	58-1560499	501(C)3	5,703.	0.			DESIGNATION
YMCA OF MIDDLE TN 900 CHURCH STREET NASHVILLE NASHVILLE, TN 37203	62-0476243	501(C)3	34,766.	0.			PROGRAM OPNS (OBI)
YMCA OF MIDDLE TN 900 CHURCH STREET NASHVILLE NASHVILLE, TN 37203	62-0476243	501(C)3	74,064.	0.			DESIGNATION
YOUTH ENCOURAGEMENT SERVICES 521 MCLVER ST NASHVILLE, TN 37211	62-0570681	501(C)3	5,016.	0.			DESIGNATION
YOUTH LIFE LEARNING CENTER (FOUNDATION) - 3656 TROUSDALE DR # 109 - NASHVILLE, TN 37204	62-1848192	501(C)3	117,572.	0.			PROGRAM OPNS (OBI)
YOUTH LIFE LEARNING CENTER (FOUNDATION) - 3656 TROUSDALE DR # 109 - NASHVILLE, TN 37204	62-1848192	501(C)3	6,543.	0.			DESIGNATION

**SCHEDULE J
(Form 990)**

Department of the Treasury
Internal Revenue Service

Compensation Information

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

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

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

UNITED WAY OF MIDDLE TENNESSEE, INC

Employer identification number

62-0533104

Part I Questions Regarding Compensation

	Yes	No
<p>1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.</p> <p> <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 checked="" type="checkbox"/> Health or social club dues or initiation fees <input type="checkbox"/> Discretionary spending account <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) </p>		
<p>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</p>		X
<p>2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?</p>	X	
<p>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.</p> <p> <input checked="" type="checkbox"/> Compensation committee <input checked="" 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 </p>		
<p>4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:</p> <p>a Receive a severance payment or change-of-control payment?</p> <p>b Participate in, or receive payment from, a supplemental nonqualified retirement plan?</p> <p>c Participate in, or receive payment from, an equity-based compensation arrangement?</p> <p>If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.</p>		
		X
		X
		X
<p>Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.</p>		
<p>5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" to line 5a or 5b, describe in Part III.</p>		
		X
		X
<p>6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:</p> <p>a The organization?</p> <p>b Any related organization?</p> <p>If "Yes" to line 6a or 6b, describe in Part III.</p>		
		X
		X
<p>7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III</p>		X
<p>8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III</p>		X
<p>9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?</p>		

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

Schedule J (Form 990) 2012

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
(1) ERIC DEWEY PRESIDENT & CEO	(i)	224,412.	53,734.	0.	9,095.	9,375.	296,616.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(2) MARY JO WIGGINS SR. DIRECTOR & CFO	(i)	125,886.	17,420.	0.	5,076.	6,859.	155,241.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
(3) ED LEMIEUX, II SR. DIRECTOR, FUNDRAISING	(i)	129,341.	17,420.	0.	5,089.	7,377.	159,227.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

Part III Supplemental Information

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

PART I, LINE 1B: THE HUMAN RESOURCES COMMITTEE PRESENTED, WHICH WAS
 ULTIMATELY APPROVED BY THE BOARD OF TRUSTEES, A CONTRACT FOR THE CEO WHICH
 INCLUDED AN ANNUAL MEMBERSHIP TO THE YMCA. THAT BENEFIT HAS SUBSEQUENTLY
 BEEN OFFERED TO OTHER SENIOR MANAGEMENT MEMBERS LISTED ON FORM 990, PART
 VII, SECTION A, LINE 1A. THE CEO DOES NOT CURRENTLY PARTICIPATE IN THAT
 BENEFIT. THERE IS NO OTHER DEFINED POLICY REGARDING ANNUAL HEALTHCLUB
 MEMBERSHIPS.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

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.**

Name of the organization **UNITED WAY OF MIDDLE TENNESSEE, INC** Employer identification number **62-0533104**

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	31	285,785.	FAIR MARKET VALUE
10	Securities - Closely held stock				
11	Securities - Partnership, LLC, or trust interests				
12	Securities - Miscellaneous				
13	Qualified conservation contribution - Historic structures				
14	Qualified conservation contribution - Other				
15	Real estate - Residential				
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 ▶ (<u>MISCELLANEOUS</u>)	X	128,317	67,339.	FAIR MARKET VALUE
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 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	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 did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule M (Form 990) (2012)

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

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

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

UNITED WAY OF MIDDLE TENNESSEE, INC

Employer identification number

62-0533104

FORM 990, PART I, DOING BUSINESS AS:

UNITED WAY OF METROPOLITAN NASHVILLE, CHEATHAM

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

SOLUTIONS TO THE COMMUNITY'S MOST COMPLEX ISSUES AND BUILDING BETTER
LIVES THROUGH EDUCATION, FINANCIAL STABILITY AND HEALTH.

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

HEALTH SCREENINGS AND EDUCATION. NEIGHBORHOODS- NEARLY 30,000 LOW
INCOME RESIDENTS RECEIVED NEIGHBORHOOD-BASED SERVICES RANGING FROM
CHILD CARE AND AFTER SCHOOL ACTIVITIES FOR YOUTH TO ADULT EDUCATION AND
SUPPORT SERVICES FOR SENIOR CITIZENS.

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

40,000 INDIVIDUALS ARE REACHED THROUGH SPECIFIC PREVENTION
INTERVENTIONS DESIGNED FOR THE TARGET POPULATIONS AND OVER 18,000 TESTS
WERE COMPLETED THROUGH TESTING INITIATIVES.

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

PEOPLE WHO NEED HELP OR WANT TO GIVE HELP, BUT DON'T KNOW WHERE TO
START CAN CALL THE 2-1-1 COMMUNITY SERVICES HELP LINE TO SPEAK WITH AN
INFORMATION & REFERRAL SPECIALIST WITH ACCESS TO A DATABASE OF OVER
9,000 PROGRAMS IN OUR 57-COUNTY SERVICE AREA. SPECIFIC OUTCOMES
ACHIEVED IN 2012 INCLUDE: 2-1-1 IDENTIFIED 114,000 TOTAL NEEDS THROUGH
THE CALL CENTER. PEOPLE CALLED REGARDING 1,250 DIFFERENT TYPES OF
NEEDS AND 2-1-1 MADE 164,134 REFERRALS TO 6,198 PROGRAMS IN THEIR AREA.

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

Schedule O (Form 990 or 990-EZ) (2012)

232211
01-04-13

Name of the organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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TOP NEEDS IDENTIFIED WERE FOOD, UTILITIES, FINANCIAL ASSISTANCE, TAX PREPARATION SITE INFORMATION AND HEALTH ISSUES. 2-1-1 SERVES AS THE ENTRY POINT FOR PEOPLE LOOKING FOR FREE TAX PREPARATION SERVICES THROUGH THE NASHVILLE ALLIANCE FOR FINANCIAL INDEPENDENCE AND VOLUNTEER INCOME TAX ASSISTANCE SITES.

EXPENSES \$ 630,825. INCLUDING GRANTS OF \$ 603,519. REVENUE \$ 0.

THE NASHVILLE ALLIANCE FOR FINANCIAL INDEPENDENCE (NAFI) HELPS WORKING INDIVIDUALS AND FAMILIES BUILD ASSETS FOR LONG-LASTING FINANCIAL INDEPENDENCE. FREE FEDERAL INCOME TAX PREPARATION IS OFFERED THROUGH VOLUNTEER INCOME TAX ASSISTANCE (VITA) SITES SPECIFICALLY AIMED AT HOUSEHOLDS EARNING \$50,000 OR LESS. THIS SERVICE ENSURES FILERS CLAIM ALL THEIR ELIGIBLE CREDITS. TO INCREASE THE LUMP SUM REFUND AVAILABLE FOR ASSET BUILDING, NAFI CONDUCTS A CITYWIDE CAMPAIGN PROMOTING THE EARNED INCOME TAX CREDIT (EITC), ONE OF THE MOST EFFECTIVE ANTI-POVERTY TOOLS IN AMERICA (BROOKINGS INSTITUTE). IN 2012, VITA SITES HELPED MORE THAN 10,000 FAMILIES COLLECT NEARLY \$19.1 MILLION IN TOTAL FEDERAL REFUNDS, INCLUDING OVER \$6.1 MILLION IN EITC REFUNDS. FILERS SAVED MORE THAN \$2 MILLION DOLLARS IN FILING FEES.

EXPENSES \$ 261,820. INCLUDING GRANTS OF \$ 133,016. REVENUE \$ 0.

THE MAJORITY OF PROGRAM ASSISTANCE INCLUDED HERE IS ONE TIME GIFTS OF BASIC NEEDS ITEMS, BOOKS, SCHOOL SUPPLIES, INFANT CARE ITEMS, ETC. TO PARTNER AGENCIES OF UNITED WAY OF MIDDLE TENNESSEE. DURING OUR QUARTERLY DAYS OF ACTION, BOTH MONETARY CONTRIBUTIONS AND IN-KIND ITEMS ARE COLLECTED FOR THE SPECIFIC PURPOSE OF HIGHLIGHTING ONE OF OUR IMPACT AREAS (EDUCATION, FINANCIAL STABILITY AND HEALTH). VOLUNTEERS JOIN IN THE EFFORTS TO RAISE MONEY, SUPPLIES AND AWARENESS FOR THOSE

Name of the organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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PARTNER AGENCIES SERVING THE COMMUNITY IN THAT SPECIFIC IMPACT AREA.

THE PROCEEDS, IN THE FORM OF IN-KIND ITEMS, ARE THEN DISTRIBUTED

DIRECTLY TO THOSE AGENCIES.

EXPENSES \$ 218,035. INCLUDING GRANTS OF \$ 37,626. REVENUE \$ 88,579.

INCLUDED HERE ARE MISCELLANEOUS PROGRAM SERVICE EXPENSES UNDER MANY

CATEGORIES, THE MAJORITY OF WHICH RELATES TO EXPENDITURES ASSOCIATED

WITH OUR UNITED WAY FAMILY RESOURCE CENTERS.

EXPENSES \$ 163,198. INCLUDING GRANTS OF \$ 119,023. REVENUE \$ 0.

READ TO SUCCEED IS A PRE-K LITERACY INITIATIVE IN CHILDCARE CENTERS

SERVING VULNERABLE POPULATIONS. ITS GOAL IS TO PREPARE AT-RISK,

LOW-INCOME CHILDREN TO BE SUCCESSFUL IN SCHOOL. THROUGH DONOR FUNDING,

UNITED WAY IS SERVING 1,200 OF NASHVILLE'S MOST AT-RISK PRESCHOOL

CHILDREN IN AN OUTSTANDING, QUALITY PRESCHOOL EXPERIENCE. BEFORE THE

START OF THIS PROGRAM, ONLY 33% OF THE FOUR YEAR-OLDS IN THESE CENTERS

TESTED AT AVERAGE OR HIGHER ON KINDERGARTEN READINESS ASSESSMENTS. IN

THE SPRING OF 2012, 94% OF THE FOUR YEAR-OLDS ENROLLED IN READ TO

SUCCEED PROGRAMS WERE ASSESSED WITH THE LITERACY AND KINDERGARTEN

READINESS SKILLS NEEDED TO ENTER SCHOOL FOR SUCCESS.

EXPENSES \$ 115,624. INCLUDING GRANTS OF \$ 37,982. REVENUE \$ 0.

FORM 990, PART VI, SECTION B, LINE 11: THE COMPLETE IRS FORM 990 IS

PRESENTED TO AND REVIEWED WITH THE BOARD OF TRUSTEES IN PERSON AT A

REGULARLY SCHEDULED MEETING OF THE TRUSTEES PRIOR TO THE FORM BEING FILED.

ALL TRUSTEES RECEIVE A COPY OF THE RETURN AT THE TIME OF REVIEW.

FORM 990, PART VI, SECTION B, LINE 12C: THE ORGANIZATION PRESENTS ANNUALLY

Name of the organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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AT BOARD OF TRUSTEES MEETING THE CONFLICT OF INTEREST DISCLOSURE QUESTIONNAIRE. THE QUESTIONS ARE REVIEWED FOR CLARITY AND TRUSTEES COMPLETE THE FORM WITH ALL DISCLOSURES AS APPLICABLE, INCLUDING AN ACKNOWLEDGEMENT THAT CHANGES IN STATUS AND ACTIVITIES ARE TO BE COMMUNICATED TO THE ORGANIZATION. THE BOARD MEETS EVERY OTHER MONTH AND THE ORGANIZATION REMAINS CLOSELY ENGAGED WITH TRUSTEES SO THAT IT CAN MONITOR ANY UPDATES TO THE QUESTIONNAIRE THROUGHOUT THE YEAR.

FORM 990, PART VI, SECTION B, LINE 15: EXECUTIVE COMPENSATION WAS SET WITH THE APPROVAL OF THE HUMAN RESOURCE COMMITTEE. AN EXECUTIVE CONSULTANT WAS EMPLOYED IN THE SEARCH FOR A NEW CEO. HE PROVIDED COMPARABLE INFORMATION ON SIMILARLY SITUATED CEOS AT OTHER NONPROFITS IN THE COMMUNITY. ADDITIONALLY, UNITED WAY WORLDWIDE COMPARABLE SALARY DATA WAS PROVIDED TO THE COMMITTEE AS WELL AS THE RESULTS OF AN AD HOC SURVEY OF UW EXECUTIVE COMPENSATION IN SIMILARLY SIZED UNITED WAYS IN THE REGION. THE RECOMMENDATIONS WERE APPROVED BY THE EXECUTIVE COMMITTEE. THE EXECUTIVE COMMITTEE CONTINUES TO MONITOR CURRENT MARKET DATA WHEN REVIEWING ANNUAL UPDATES TO THE CEO COMPENSATION. A SIMILAR PROCESS IS FOLLOWED ANNUALLY FOR OTHER SENIOR MANAGEMENT TEAM MEMBERS WHEREBY LOCAL MARKET DATA, UNITED WAY WORLDWIDE SALARY SURVEYS, AND EXECUTIVE COMMITTEE REVIEWS ARE ALL UTILIZED IN SETTING COMPENSATION FOR THOSE TEAM MEMBERS.

FORM 990, PART VI, SECTION C, LINE 19: THE AUDITED FINANCIAL STATEMENTS, ALONG WITH THE IRS FORM 990, ARE POSTED ON THE ORGANIZATION'S WEBSITE. COPIES OF OTHER GOVERNING DOCUMENTS ARE AVAILABLE UPON REQUEST.

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

NET CAMPAIGN REVENUES TO BE REPORTED IN SUBSEQUENT YEARS 8,587,722.

Name of the organization UNITED WAY OF MIDDLE TENNESSEE, INC	Employer identification number 62-0533104
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NET CAMPAIGN RESULTS FROM PRIOR YEARS (INCLUDED IN LINE 1A) -7,620,780.

REALIZED GAIN ON TEMPORARY RESTRICTED ENDOWMENT 254,329.

TOTAL TO FORM 990, PART XI, LINE 9 1,221,271.

FORM 990, PART XII, LINE 2C, FINANCIAL STATEMENTS AND REPORTING:

UNITED WAY DID NOT CHANGE ITS OVERSIGHT PROCESS OR SELECTION PROCESS OF AN INDEPENDENT ACCOUNTANT DURING THE TAX YEAR.