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Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

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

▶ Do not enter social security numbers on this form as it may be made public
▶ Information about Form 990 and its instructions is at *www IRS gov/form990*

OMB No 1545-0047

2015

Open to Public Inspection

A For the 2015 calendar year, or tax year beginning 10-01-2015 , and ending 09-30-2016

B Check if applicable
- ☐ Address change
- ☐ Name change
- ☐ Initial return
- ☐ Final return/terminated
- ☐ Amended return
- ☐ Application pending

C Name of organization
THE HOLDEN ARBORETUM

Doing business as
HOLDEN FORESTS & GARDENS

Number and street (or P O box if mail is not delivered to street address) | Room/suite
9500 SPERRY ROAD

City or town, state or province, country, and ZIP or foreign postal code
KIRTLAND, OH 440945172

D Employer identification number
34-0750346

E Telephone number
(440) 946-4400

G Gross receipts $ 9,706,542

F Name and address of principal officer
PAUL R ABBEY
9500 SPERRY ROAD
KIRTLAND,OH 440945172

H(a) Is this a group return for subordinates? ☐ Yes ☑ No

H(b) Are all subordinates included? ☐ Yes ☐ No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status ☑ 501(c)(3) ☐ 501(c) ( ) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527

J Website: ▶ WWW HOLDENARB ORG

K Form of organization ☑ Corporation ☐ Trust ☐ Association ☐ Other ▶

L Year of formation 1931

M State of legal domicile OH

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities
AN OUTDOOR LIVING MUSEUM THAT PROMOTES THE BEAUTY&IMPORTANCE OF TREES&OTHER WOODY PLANTS TO CREATE SUSTAINABLE&HEALTHY COMMUNITIES IN THE GREAT LAKES REGION&BEYOND

2 Check this box ▶ ☐ 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	40
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	40
5	Total number of individuals employed in calendar year 2015 (Part V, line 2a)	5	79
6	Total number of volunteers (estimate if necessary)	6	567
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

			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	6,891,828	6,652,349
	9	Program service revenue (Part VIII, line 2g)	271,055	875,638
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	-362,666	41,045
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	398,300	419,787
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	7,198,517	7,988,819
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	0	0
	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)	4,373,931	4,668,208
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶431,066		
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	3,191,732	3,431,558
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	7,565,663	8,099,766
	19	Revenue less expenses Subtract line 18 from line 12	-367,146	-110,947

			Beginning of Current Year	End of Year
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	145,341,935	149,796,968
	21	Total liabilities (Part X, line 26)	1,510,767	2,775,113
	22	Net assets or fund balances Subtract line 21 from line 20	143,831,168	147,021,855

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, includi
my knowledge and belief, it is true, correct, and complete Declaration of prep
preparer has any knowledge

Sign Here

******
Signature of officer

PAUL R ABBEY INTERIM PRESIDENT & CEO
Type or print name and title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature
Christopher B Anderson	Christopher B Anderson

Firm's name ▶ Maloney Novotny LLC

Firm's address ▶ 1111 Superior Ave Suite 700
Cleveland, OH 441142540

May the IRS discuss this return with the preparer shown above? (see instruct

For Paperwork Reduction Act Notice, see the separate instructions.

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission

THE HOLDEN ARBORETUM IS AN OUTDOOR LIVING MUSEUM THAT PROMOTES THE BEAUTY AND IMPORTANCE OF TREES AND OTHER WOODY PLANTS TO CREATE SUSTAINABLE AND HEALTHY COMMUNITIES IN THE GREAT LAKES REGION AND BEYOND

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

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

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

If "Yes," describe these changes on Schedule O

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

4a (Code) (Expenses $ 6,371,728 including grants of $ 0) (Revenue $ 894,951)

See Additional Data

4b (Code) (Expenses $ including grants of $) (Revenue $)

4c (Code) (Expenses $ including grants of $) (Revenue $)

4d Other program services (Describe in Schedule O)

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

4e **Total program service expenses** ▶ 6,371,728

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)? *If "Yes," complete Schedule A*	1	Yes	
2	Is the organization required to complete *Schedule B, Schedule of Contributors* (see instructions)?	2	Yes	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? *If "Yes," complete Schedule C, Part I*	3		No
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? *If "Yes," complete Schedule C, Part II*	4		No
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? *If "Yes," complete Schedule C, Part III*	5		No
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? *If "Yes," complete Schedule D, Part I*	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? *If "Yes," complete Schedule D, Part II*	7	Yes	
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8	Yes	
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? *If "Yes," complete Schedule D, Part IV*	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	Yes	
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? *If "Yes," complete Schedule D, Part VI*	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? *If "Yes," complete Schedule D, Part VII*	11b		No
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? *If "Yes," complete Schedule D, Part VIII*	11c		No
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? *If "Yes," complete Schedule D, Part IX*	11d		No
e	Did the organization report an amount for other liabilities in Part X, line 25? *If "Yes," complete Schedule D, Part X*	11e	Yes	
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)? *If "Yes," complete Schedule D, Part X*	11f		No
12a	Did the organization obtain separate, independent audited financial statements for the tax year? *If "Yes," complete Schedule D, Parts XI and XII*	12a		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? *If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional*	12b	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States?	14a		No
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at $100,000 or more? *If "Yes," complete Schedule F, Parts I and IV*	14b		No
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or other assistance to or for any foreign organization? *If "Yes," complete Schedule F, Parts II and IV*	15		No
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or other assistance to or for foreign individuals? *If "Yes," complete Schedule F, Parts III and IV*	16		No
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? *If "Yes," complete Schedule G, Part I* (see instructions)	17		No
18	Did the organization report more than $15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	Yes	
19	Did the organization report more than $15,000 of gross income from gaming activities on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		No
20a	Did the organization operate one or more hospital facilities? *If "Yes," complete Schedule H*	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	20b		

Part IV Checklist of Required Schedules *(continued)*

21	Did the organization report more than $5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21		No
22	Did the organization report more than $5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? *If "Yes," complete Schedule J*	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than $100,000 as of the last day of the year, that was issued after December 31, 2002? *If "Yes," answer lines 24b through 24d and complete Schedule K If "No," go to line 25a*	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
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?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		No
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? *If "Yes," complete Schedule L, Part I*	25b		No
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? *If "Yes," complete Schedule L, Part II*	26	Yes	
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? *If "Yes," complete Schedule L, Part III*	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
a	A current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? *If "Yes," complete Schedule L, Part IV*	28b		No
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? *If "Yes," complete Schedule L, Part IV*	28c		No
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	Yes	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		No
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		No
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? *If "Yes," complete Schedule R, Part I*	33		No
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1*	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35b	Yes	
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		No
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? *If "Yes," complete Schedule R, Part VI*	37		No
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	38	Yes	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable	1a	81			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	Yes	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	79			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? **Note.** If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)			2b	Yes	
3a	Did the organization have unrelated business gross income of $1,000 or more during the year?			3a		No
b	If "Yes," has it filed a Form 990-T for this year? *If "No" to line 3b, provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		No
b	If "Yes," enter the name of the foreign country ▶ _____ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR)					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		No
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		No
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			5c		
6a	Does the organization have annual gross receipts that are normally greater than $100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?			6a		No
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization receive a payment in excess of $75 made partly as a contribution and partly for goods and services provided to the payor?			7a	Yes	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b	Yes	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		No
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		No
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		No
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?			7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?			7h		
8	**Sponsoring organizations maintaining donor advised funds.** Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?			8		
9a	Did the sponsoring organization make any taxable distributions under section 4966?			9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?			9b		
10	**Section 501(c)(7) organizations.** Enter					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b				
13	**Section 501(c)(29) qualified nonprofit health insurance issuers.**					
a	Is the organization licensed to issue qualified health plans in more than one state? **Note.** See the instructions for additional information the organization must report on Schedule O			13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b				
c	Enter the amount of reserves on hand	13c				
14a	Did the organization receive any payments for indoor tanning services during the tax year?			14a		No
b	If "Yes," has it filed a Form 720 to report these payments? *If "No," provide an explanation in Schedule O*			14b		

Part VI **Governance, Management, and Disclosure**

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

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

Section A. Governing Body and Management

				Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year	1a	40		
	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	40		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?		2	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		5		No
6	Did the organization have members or stockholders?		6	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		7a	Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		7b		No
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following				
a	The governing body?		8a	Yes	
b	Each committee with authority to act on behalf of the governing body?		8b	Yes	
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*		9		No

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?	10a		No
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?	10b		
11a	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	Yes	
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*	12a	Yes	
b	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	Yes	
c	Did the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this was done*	12c	Yes	
13	Did the organization have a written whistleblower policy?	13	Yes	
14	Did the organization have a written document retention and destruction policy?	14	Yes	
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	15a	Yes	
b	Other officers or key employees of the organization	15b		No
	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?	16a		No
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?	16b		

Section C. Disclosure

17 List the States with which a copy of this Form 990 is required to be filed ▶ OH

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

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

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

20 State the name, address, and telephone number of the person who possesses the organization's books and records ▶ JAMES WANSBERRY 9500 SPERRY ROAD KIRTLAND, OH 440945172 (440) 946-4400

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

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

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

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

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

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

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

(A) Name and Title	**(B)** Average hours per week (list any hours for related organizations below dotted line)	**(C)** Position (do not check more than one box, unless person is both an officer and a director/trustee)						**(D)** Reportable compensation from the organization (W-2/1099-MISC)	**(E)** Reportable compensation from related organizations (W- 2/1099-MISC)	**(F)** Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
See Additional Data Table										

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

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
See Additional Data Table										

1b	**Sub-Total** . . . . . ▶			
c	**Total from continuation sheets to Part VII, Section A** . . . . ▶			
d	**Total (add lines 1b and 1c)** . . . . . ▶	974,336	0	164,916

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 ▶ 6

			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*	**3**		No
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*	**4**	Yes	
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*	**5**		No

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
AKRON BUILDING&OUTDOOR MAINT CO 92 31ST ST NW NORTON, OH 44203	CONSTRUCTION	1,201,549
PHOENIX EXPERIENTIAL DESIGNS LLC PO BOX 396 SUGAR GROVE, NC 28679	CONSTRUCTION	526,820
ADDECCO EMPLOYMENT SERVICES PO BOX 371084 PITTTSBURGH, PA 15250	SEASONAL LABOR	210,907
AM HIGLEY CO 2926 CHESTER AVE CLEVELAND, OH 44114	CONSTRUCTION MGMT	107,149

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 ▶ 4

Part VIII Statement of Revenue

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

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 6,652,349				
	g Noncash contributions included in lines 1a-1f $	591,915				
	h **Total.** Add lines 1a-1f ▶		6,652,349			
Program Service Revenue		Business Code				
	2a ADMISSIONS	900099	687,930	687,930		
	b EDUCATION COURSES	611600	187,708	187,708		
	c					
	d					
	e					
	f All other program service revenue					
	g **Total.** Add lines 2a–2f ▶		875,638			
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶		310,907			310,907
	4 Income from investment of tax-exempt bond proceeds ▶					
	5 Royalties ▶					
		(i) Real / (ii) Personal				
	6a Gross rents	165,196 /				
	b Less rental expenses	0 /				
	c Rental income or (loss)	165,196 /				
	d Net rental income or (loss) ▶		165,196			165,196
		(i) Securities / (ii) Other				
	7a Gross amount from sales of assets other than inventory	1,155,525 / 71,061				
	b Less cost or other basis and sales expenses	1,496,448 / 0				
	c Gain or (loss)	-340,923 / 71,061				
	d Net gain or (loss) ▶		-269,862			-269,862
	8a Gross income from fundraising events (not including $ _____ of contributions reported on line 1c) See Part IV, line 18	a 269,789				
	b Less direct expenses	b 118,771				
	c Net income or (loss) from fundraising events ▶		151,018			151,018
	9a Gross income from gaming activities See Part IV, line 19	a				
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities ▶					
	10a Gross sales of inventory, less returns and allowances	a 181,547				
	b Less cost of goods sold	b 102,504				
	c Net income or (loss) from sales of inventory ▶		79,043			79,043
	Miscellaneous Revenue	Business Code				
	11a CENTER FOR PLANT CONSERVATION	900099	8,000	8,000		
	b TENT RENTAL COMMISSION	900099	5,217			5,217
	c					
	d All other revenue		11,313	11,313		
	e **Total.** Add lines 11a–11d ▶		24,530			
	12 **Total revenue.** See Instructions ▶		7,988,819	894,951	0	441,519

Part IX Statement of Functional Expenses

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

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

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments See Part IV, line 21				
2 Grants and other assistance to domestic individuals See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	467,213	356,016	80,828	30,369
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	3,398,366	2,589,037	587,170	222,159
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	203,232	160,018	35,357	7,857
9 Other employee benefits	343,763	261,901	59,405	22,457
10 Payroll taxes	255,634	194,759	44,175	16,700
11 Fees for services (non-employees)				
a Management				
b Legal	43,280	26,115	17,165	
c Accounting	23,800	14,361	9,439	
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 Schedule O)	130,259	70,811	46,879	12,569
12 Advertising and promotion	83,752	83,752		
13 Office expenses	89,700	47,201	28,240	14,259
14 Information technology	13,900	9,103	4,448	349
15 Royalties				
16 Occupancy	249,596	214,181	27,588	7,827
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	142,500	81,655	56,317	4,528
20 Interest	1,822		1,822	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	943,156	843,731	48,630	50,795
23 Insurance	93,138	71,837	21,301	
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 EDUC &PROMOTIONAL EXP	585,516	533,339	27,820	24,357
b LANDSCAPE MAINTENANCE	392,992	392,992		
c BLDG & EQUIP MAINT	364,805	299,992	49,137	15,676
d RESEARCH SUPPLIES	100,174	100,174		
e All other expenses	173,168	20,753	151,251	1,164
25 **Total functional expenses.** Add lines 1 through 24e	8,099,766	6,371,728	1,296,972	431,066
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 or note to any line in this Part X . . . . . ☐

				(A) Beginning of year		(B) End of year
Assets	1	Cash–non-interest-bearing		427,160	1	889,928
	2	Savings and temporary cash investments		51,026	2	5
	3	Pledges and grants receivable, net		1,654,333	3	676,910
	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		0	5	15,833
	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 instructions) Complete Part II of Schedule L			6	
	7	Notes and loans receivable, net		4,350,000	7	6,050,000
	8	Inventories for sale or use		36,608	8	14,494
	9	Prepaid expenses and deferred charges		1,267	9	4,785
	10a	Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D	10a 38,034,682			
	b	Less accumulated depreciation	10b 12,528,813	25,464,953	10c	25,505,869
	11	Investments—publicly traded securities		113,356,588	11	116,639,144
	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			15	
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)		145,341,935	16	149,796,968
Liabilities	17	Accounts payable and accrued expenses		1,280,417	17	867,102
	18	Grants payable			18	
	19	Deferred revenue		49,307	19	33,861
	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	1,700,000
	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		181,043	25	174,150
	26	**Total liabilities.** Add lines 17 through 25		1,510,767	26	2,775,113
Net Assets or Fund Balances		**Organizations that follow SFAS 117 (ASC 958), check here ▶ ☑ and complete lines 27 through 29, and lines 33 and 34.**				
	27	Unrestricted net assets		49,482,095	27	51,287,028
	28	Temporarily restricted net assets		2,839,700	28	2,901,681
	29	Permanently restricted net assets		91,509,373	29	92,833,146
		Organizations that do not follow SFAS 117 (ASC 958), check here ▶ ☐ 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		143,831,168	33	147,021,855
	34	Total liabilities and net assets/fund balances		145,341,935	34	149,796,968

Part XI Reconcilliation of Net Assets

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

1	Total revenue (must equal Part VIII, column (A), line 12)	1	7,988,819
2	Total expenses (must equal Part IX, column (A), line 25)	2	8,099,766
3	Revenue less expenses Subtract line 2 from line 1	3	-110,947
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	143,831,168
5	Net unrealized gains (losses) on investments	5	3,301,634
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	0
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	147,021,855

Part XII Financial Statements and Reporting

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

			Yes	No
1	Accounting method used to prepare the Form 990 ☐ Cash ☑ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		No
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis			
b	Were the organization's financial statements audited by an independent accountant?	2b	Yes	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both ☐ Separate basis ☑ Consolidated basis ☐ Both consolidated and separate basis			
c	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?	2c	Yes	
	If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O			
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a		No
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	3b		

Additional Data

Software ID:
Software Version:
EIN: 34-0750346
Name: THE HOLDEN ARBORETUM

Form 990, Part III, Line 4a

4a (Code) (Expenses $ 6,371,728 including grants of $ 0) (Revenue $ 894,951)

The Holden Arboretum is an outdoor living museum that promotes the beauty and importance of trees and other woody plants, to create sustainable and healthy communities in the Great Lakes region and beyond Holden's programs are integrated among themselves and now with those of the Cleveland Botanical Garden to foster a collective vision in which "vibrant green communities and diverse native forests of the Great Lakes region flourish and sustain life" Holden is certified by the American Alliance of Museums, with its ten-year recertification having been approved in 2015 Organization During the past fiscal year, Holden completed and launched its board approved fully integrated strategic plan which identified a new mission that seeks to advance and inspire a deeper understanding of plants to enhance life, and a new vision where vibrant green communities and diverse native forests of the Great Lakes region will flourish and sustain life Our areas of strategic focus include (1) Compelling and Relevant Destinations, which seeks to connect target audiences with experiences that immerse, engage and inspire a passion for plants and a desire to contribute to a more sustainable environment, (2) Outreach with Impact, which seeks to lead and contribute, in the Great Lakes region, toward creating and stewarding green communities and healthy diverse forest ecosystems, (3) Nationally Recognized Research, which seeks to conduct research in plant and environmental sciences of direct and indirect application, be active in the scientific community and foster the next generation of scientists, (4) Distinctive Image, which seeks to be recognized as a significant cultural institution that advances knowledge in plants and environmental sciences, inspires through experiences and positively impacts life, and (5) Long Term Planning and Perspective, which will guide effective, focused decision-making and allocation of resources toward a sustainable operation Phase One of Holden's "New Leaf" master plan for improved gardens, visitor amenities, and infrastructure in the arboretum's core 240 acres, saw the completion of a number of projects, including the addition of bridges to Fordham Island on Corning Lake, the addition of an exit drive to alleviate congestion due to increased traffic largely due to visitation to the canopy walk and emergent tower, the completion of the Jonathan and Suzanne Dick Streamside Meadow, and the Gardner Lakeside Terrace Holden's Community Forestry Program became a key player in crafting and executing the Cleveland Tree Plan, which is a collaboration between the The Holden Arboretum, the City of Cleveland, the Western Reserve Land Conservancy, LAND studio, and Cleveland Neighborhood Progress The coalition seeks to increase awareness of the great functional significance of trees in our communities as a sure sign of thriving livable, sustainable neighborhoods The Working Woods and Sherwin Institute programs were also launched as a resource for private forest landowners As an organization, the merger of The Holden Arboretum and Cleveland Botanical Garden in September 2014, continued to evolve in 2016 with the adoption an umbrella name that unites the two entities under the Holden Forests & Gardens brand The name Holden Forests & Gardens is a registered "dba" for the Parent /Affiliate collaboration of The Holden Arboretum and Cleveland Botanical Garden, which remain separate entities, each retaining their individual 503c(3) status In keeping with new The Holden Forests & Gardens brand, a new combined membership structure will be rolled out in early 2017 The initiatives of achieving collective fiscal sustainability, integrating staff structure and programmatic integration, conducting combined fundraising, and realizing maximum effectiveness and efficiency in service to the combined mission and to achieve long-term fiscal sustainability are ongoing The following account of our achievements is organized according to the three strategic themes, augmented by the general heading "Place and Purpose", under which we include how the public values The Holden Arboretum as a wonderful place to visit and an institution that improves their communities' general well-being Research and Living Collections Research In FY16, research staff published 6 papers in peer-reviewed scientific journals including Ecology, Tree Physiology, and Forest Ecology and Management Research staff presented 13 scientific lectures at universities and scientific meetings and presented 3 popular lectures to green industry professionals, garden clubs and Holden members Holden staff presented at scientific conferences including the International Society for Microbial Ecology meeting, the Amphibian Pathogens Annual Meeting at Arizona State University, and the Gordon Conference in Multiscale Plant Vascular Biology which was chaired by Holden Scientist Juliana Medeiros Research staff reviewed 21 scientific manuscripts for international journals Research staff submitted 4 proposals to federal and non-profit agencies, including the National Science Foundation Holden scientist David Burke is continuing a research project originally funded by the National Science Foundation that is examining the cumulative effects of acid rain on soil fertility, soil biodiversity, and the important role soil organisms may play in acquiring limiting nutrients from the soil for forest trees Collection of basic research data continues and the project was used for an undergraduate research project in 2016 examining effects of pH on sugar maple and beech root fungi Two graduate students from Case Western Reserve University (Colin Cope, Andy Lance) continued research during the summer and academic year at Holden's Horticultural Science Center The graduate students' research focused on the effects of deer herbivory on forest plant communities and urban forest restoration and the effect of soil organisms Holden research continued to advance and improve partnerships with local institutions Research staff furthered collaborations between Holden and the Cleveland Metroparks including the Metroparks Zoo, Case Western Reserve University (CWRU), Kent State University and Cleveland State University We are also exploring future collaborations with the Wilds to explore potential research in restoration ecology Juliana Medeiros and Holden intern Sharon Danielson traveled to UCLA Jan 18th - 29th to conduct preliminary work developing methods for a new project in collaboration with Dr Lawren Sack, one of the world's leading experts in leaf vascular biology The project will investigate diversity among Rhododendron species in leaf vascular function, and the role it plays in determining their diverse climate tolerance The project is funded in part by the American Rhododendron Society and Azalea Society of America During the week of June 6, the research department assisted the Cleveland Metroparks and faculty and students from CWRU in planting 450 trees at the Acacia Reservation Metropark in Beechwood This is part of an effort to study forest restoration methods within urban environments and the effects of soil microbes on those efforts The project will be monitored over the next several years This work is a collaboration between Connie Hausman (Cleveland Metroparks), Jean Burns (Biology Dept, CWRU) and David Burke (Holden) David Burke and Juliana Medeiros in collaboration with Jean Burns at CWRU continued a study to examine the effects of deer herbivory and acid rain on the growth of forest wildflowers The project planted 750 Jack-in-the-pulpit plants into deer exclosures in Bole Woods amended to increase soil pH and nutrient availability We began to measure plant growth and reproduction this year and will continue to do so for the next several year The project is known as JIP (Jack-in-the-pulpit) Holden staff continues work to organize Holden's extensive environmental and biological data sets in cooperation with other Holden departments such as Horticulture and Conservation (aka "Holden Big Data") Thanks to volunteer Sandy Cobb, all library research holdings and plant accession records are now digitized and archived in the research "Big Data Dropbox Volunteer Suzanne Earles is working on obtaining all published research conducted at Holden by visiting researchers This effort is proceeding thanks to Juliana's dedication and the dedication of her volunteers Holden research staff completed work on evaluating the ecological integrity of Holden's forests and published a paper on the work in the journal Forest Ecology and Management We began exploring the effects of land use history on forest plant and soil microbial communities as part of an undergraduate research project in Stebbins Gulch that takes advantage of this previous work

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Constance Norweb Abbey Director	2 00 0 00	X						0	0	0
Paul R Abbey Chairman	2 00 0 00	X		X				0	0	0
Thomas D Anderson Director	2 00 0 00	X						0	0	0
Jeffrey Biggar Director	2 00 0 00	X						0	0	0
Richard Boyatzis Director	2 00 0 00	X						0	0	0
Victoria U Broer Director	2 00 0 00	X						0	0	0
Barbara Brown Director	2 00 0 00	X						0	0	0
Andrew Coleman Director	2 00 0 00	X						0	0	0
William Conway Director	2 00 0 00	X						0	0	0
Jonathan E Dick Director	2 00 0 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Paul E DiCorleto Director	2 00 0 00	X						0	0	0
Robert R Galloway Secretary	2 00 0 00	X		X				0	0	0
Julia ES Grant Director	2 00 0 00	X						0	0	0
Robert D Gnes Director	2 00 0 00	X						0	0	0
Sarah L Gnes Director	2 00 0 00	X						0	0	0
Debra Guren Director	2 00 0 00	X						0	0	0
Peter Hellman Director	2 00 0 00	X						0	0	0
Margaret Hewitt Director	2 00 0 00	X						0	0	0
Pamela Jacobson Oliva Director	2 00 0 00	X						0	0	0
Ellen W Jones Nordell Director	2 00 0 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Joseph P Keithley Director	2 00 0 00	X						0	0	0
Karen Kleinhenz Director	2 00 0 00	X						0	0	0
Verne D Klunzinger Director	2 00 0 00	X						0	0	0
Stephen J Knerly Jr Director	2 00 0 00	X						0	0	0
Joseph J Mahovlic Director	2 00 0 00	X						0	0	0
Michael C Marino Director	2 00 0 00	X						0	0	0
Gregory Miller Director	2 00 0 00	X						0	0	0
Cynthia Moore Hardy Director	2 00 0 00	X						0	0	0
Ruth Moorhead Director	2 00 0 00	X						0	0	0
Maura O'Donnell McCarthy Director	2 00 0 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Deidrea Otts Director	2 00 0 00	X						0	0	0
Jane Outcalt Director	2 00 0 00	X						0	0	0
C W Eliot Paine Director	2 00 0 00	X						0	0	0
Erin K Ryan Director	2 00 0 00	X						0	0	0
Robin D Schachat Director	2 00 0 00	X						0	0	0
Lynn C Shiverick Director	2 00 0 00	X						0	0	0
Ruth Stafford Director	2 00 0 00	X						0	0	0
KK Sullivan Director	2 00 0 00	X						0	0	0
Bradley Turner Director	2 00 0 00	X						0	0	0
Maria Wymer Director	2 00 0 00	X						0	0	0

Form 990, Part VII - Compensation of Officers, Directors,Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional Trustee	Officer	Key employee	Highest compensated employee	Former			
Clement W Hamilton President & CEO	40 00 0 00			X				235,133	0	36,462
Jim Ansberry CFO & Treasurer	40 00 0 00			X				185,302	0	27,414
Deborah Ryan Assistant Secretary	40 00 0 00			X				77,776	0	15,838
Paul Spector VP Community Engagment	40 00 0 00					X		138,228	0	18,483
Nancy Spelman Chief - Human Resources Officer	40 00 0 00					X		128,244	0	22,743
Brian Parsons Chief - Planning Officer	40 00 0 00					X		108,881	0	18,344
David Burke Chair, Research	40 00 0 00					X		100,772	0	25,632

SCHEDULE A (Form 990 or 990EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.
▶ Attach to Form 990 or Form 990-EZ.
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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

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

1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).**(Attach Schedule E (Form 990 or 990-EZ))

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☑ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi)** (Complete Part II)

9 ☐ An organization that normally receives (1) more than 331/3% 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 331/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See**section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See **section 509(a)(3).** Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g

a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization **You must complete Part IV, Sections A and B.**

b ☐ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s) **You must complete Part IV, Sections A and C.**

c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions) **You must complete Part IV, Sections A, D, and E.**

d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions) **You must complete Part IV, Sections A and D, and Part V.**

e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization

f Enter the number of supported organizations . . . . . _____

g Provide the following information about the supported organization(s)

(i) Name of supported organization	(ii)EIN	(iii) Type of organization (described on lines 1- 9 above (see instructions))	(iv) Is the organization listed in your governing document? Yes	No	(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
Total						

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

Cat No 11285F

Part II **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any unusual grants)	8,580,524	7,828,301	9,265,112	6,891,828	6,652,349	39,218,114
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	8,580,524	7,828,301	9,265,112	6,891,828	6,652,349	39,218,114
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)						21,931,291
6 **Public support.** Subtract line 5 from line 4						17,286,823

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2011	(b) 2012	(c) 2013	(d) 2014	(e) 2015	(f) Total
7 Amounts from line 4	8,580,524	7,828,301	9,265,112	6,891,828	6,652,349	39,218,114
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	690,014	670,345	344,557	647,659	476,103	2,828,678
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part VI)	168,642	140,329	155,401	154,549	175,548	794,469
11 **Total support.** Add lines 7 through 10						42,841,261

12 Gross receipts from related activities, etc (see instructions) **12** 400,011

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

Section C. Computation of Public Support Percentage

14 Public support percentage for 2015 (line 6, column (f) divided by line 11, column (f)) **14** 40 350 %

15 Public support percentage for 2014 Schedule A, Part II, line 14 **15** 41 290 %

16a **33 1/3% support test—2015.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☑

b **33 1/3% support test—2014.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10%-facts-and-circumstances test—2015.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

b **10%-facts-and-circumstances test—2014.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part VI how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III **Support Schedule for Organizations Described in Section 509(a)(2)**
(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a)2011	(b)2012	(c)2013	(d)2014	(e)2015	(f)Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants ")						
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)2011	(b)2012	(c)2013	(d)2014	(e)2015	(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 VI)						
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 2015 (line 8, column (f) divided by line 13, column (f))	15	
16 Public support percentage from 2014 Schedule A, Part III, line 15	16	

Section D. Computation of Investment Income Percentage

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

19a **33 1/3% support tests—2015.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests—2014.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

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

Part IV Supporting Organizations

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

Section A. All Supporting Organizations

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

Part IV Supporting Organizations (continued)

Section B. Type I Supporting Organizations

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

Section C. Type II Supporting Organizations

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

Section D. All Type III Supporting Organizations

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

Section E. Type III Functionally-Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year **(see instructions)**

a ☐ The organization satisfied the Activities Test Complete **line 2** below

b ☐ The organization is the parent of each of its supported organizations Complete **line 3** below

c ☐ The organization supported a governmental entity Describe in Part VI how you supported a government entity (see instructions)

			Yes	No
2	Activities Test **Answer (a) and (b) below.**			
a	Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? *If "Yes," then in **Part VI identify those supported organizations and explain** how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities*	2a		
b	Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? *If "Yes," explain in **Part VI** the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement*	2b		
3	Parent of Supported Organizations **Answer (a) and (b) below.**			
a	Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? *Provide details in Part VI*	3a		
b	Did the organization exercise a substantial degree of direction over the policies, programs and activities of each of its supported organizations? *If "Yes," describe in Part VI the role played by the organization in this regard*	3b		

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

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

Section A - Adjusted Net Income

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

Section B - Minimum Asset Amount

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

Section C - Distributable Amount

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

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

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

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

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

Part VI **Supplemental Information.**

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

Facts And Circumstances Test

SCHEDULE D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," on Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990.
Information about Schedule D (Form 990) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year		
2	Aggregate value of contributions to (during year)		
3	Aggregate value of grants from (during year)		
4	Aggregate value at end of year		

5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? ☐ Yes ☐ 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? ☐ Yes ☐ No

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

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

☐ 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 Year
a	Total number of conservation easements	2a	23
b	Total acreage restricted by conservation easements	2b	1,489 00
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 ▶ 1

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☑ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year
▶ 60 00

7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year
▶ $ 0

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☑ Yes ☐ No

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

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.
Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

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

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

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

(ii) Assets included in Form 990, Part X ▶ $ _____

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

a Revenue included on Form 990, Part VIII, line 1 ▶ $ _____

b Assets included in Form 990, Part X ▶ $ _____

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

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

a ☑ Public exhibition

b ☑ Scholarly research

c ☑ Preservation for future generations

d ☐ Loan or exchange programs

e ☐ Other

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

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

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

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

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

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

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

b If "Yes," explain the arrangement in Part XIII Check here if the explanation has been provided 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	b (c)Two years back	(d)Three years back	(e)Four years back
1a Beginning of year balance	25,261,619	25,292,393	26,466,408	23,201,604	20,178,951
b Contributions	668,239	913,580	1,132,691	527,693	746,458
c Net investment earnings, gains, and losses	1,603,279	-726,054	2,441,421	3,250,790	3,230,903
d Grants or scholarships					
e Other expenditures for facilities and programs	625,858	218,300	4,748,127	513,679	954,708
f Administrative expenses					
g End of year balance	26,907,279	25,261,619	25,292,393	26,466,408	23,201,604

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

a Board designated or quasi-endowment ▶ 79 290 %

b Permanent endowment ▶ 12 880 %

c Temporarily restricted endowment ▶ 7 830 %

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

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

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

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

Part VI **Land, Buildings, and Equipment.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 11a.See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	Accumulated (c)depreciation	(d)Book value
1a Land		12,476,070		12,476,070
b Buildings		11,264,191	5,319,154	5,945,037
c Leasehold improvements				
d Equipment		4,103,588	3,343,698	759,890
e Other		10,190,833	3,865,961	6,324,872
Total. Add lines 1a through 1e *(Column (d) must equal Form 990, Part X, column (B), line 10(c))* ▶				25,505,869

Part VII **Investments—Other Securities.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

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

Part VIII **Investments—Program Related.**
Complete if the organization answered 'Yes' on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 13)* ▶		

Part IX **Other Assets.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11d See Form 990, Part X, line 15

(a) Description	(b) Book value
Total. *(Column (b) must equal Form 990, Part X, col (B) line 15)* . . . . . ▶	

Part X **Other Liabilities.** Complete if the organization answered 'Yes' on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
Federal income taxes	
GIFT ANNUITIES	174,150
Total. *(Column (b) must equal Form 990, Part X, col (B) line 25)* ▶	174,150

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

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

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

1	Total revenue, gains, and other support per audited financial statements			1	11,290,453
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12				
a	Net unrealized gains (losses) on investments	2a	3,301,634		
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	3,301,634
3	Subtract line **2e** from line **1**			3	7,988,819
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			
c	Add lines **4a** and **4b**			4c	0
5	Total revenue Add lines **3** and **4c.**(This must equal Form 990, Part I, line 12)			5	7,988,819

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

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

1	Total expenses and losses per audited financial statements			1	8,099,766
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	8,099,766
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			
c	Add lines **4a** and **4b**			4c	0
5	Total expenses Add lines **3** and **4c.** (This must equal Form 990, Part I, line 18)			5	8,099,766

Part XIII Supplemental Information

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

Return Reference	Explanation
See Additional Data Table	

Part XIII Supplemental Information *(continued)*

Return Reference	Explanation

Additional Data

Software ID:
Software Version:
EIN: 34-0750346
Name: THE HOLDEN ARBORETUM

Supplemental Information

Return Reference	Explanation
Part II, Line 3	CONSERVATION EASEMENTS - THE ARBORETUM HAS RECEIVED CONTRIBUTIONS OF DEVELOPMENT RIGHTS, V IA CONSERVATION EASEMENTS, ASSOCIATED WITH APPROXIMATELY 1,489 ACRES OF LAND NO VALUE HAS BEEN PLACED ON THESE CONTRIBUTIONS AND THE EASEMENTS ARE NOT REFLECTED IN THE STATEMENT O F FINANCIAL POSITION HOWEVER, THE ARBORETUM IS REQUIRED TO MAINTAIN THE INTEGRITY OF THE EASEMENTS AND MAY INCUR LEGAL AND OTHER COSTS TO ENFORCE THE EASEMENTS

Supplemental Information

Return Reference	Explanation
Part III, Line 4	PERMANENT COLLECTIONS - THE ARBORETUM'S ACCESSIONED COLLECTIONS OF WOODY PLANTS AND HERBAC EOUS PLANTS OF CONSERVATION SIGNIFICANCE, HERBARIUM SPECIMENS, WOOD SAMPLES, TREE ARTIFACT S, LIBRARY AND RARE BOOKS AND WORKS OF ART THAT SUPPORT THE ARBORETUM'S MISSION ARE PROTEC TED AND PRESERVED FOR PUBLIC EXHIBITION, EDUCATION, RESEARCH AND FURTHERANCE OF THE PUBLIC GOOD ACCORDINGLY, SUCH COLLECTIONS ARE NOT RECORDED FOR FINANCIAL STATEMENT PURPOSES AD DITIONS AND DEACCESSIONS TO THE PERMANENT COLLECTIONS ARE MADE PER THE GUIDELINES PROMULGA TED BY THE BOARD OF DIRECTORS THIS COLLECTION MANAGEMENT POLICY HAS BEEN DEVELOPED IN ACC ORDANCE WITH THE AMERICAN ALLIANCE OF MUSEUMS' CODE OF ETHICS OBJECTS IN THE ARBORETUM'S PERMANENT COLLECTIONS ARE NEITHER DISPOSED OF FOR FINANCIAL GAIN NOR ENCUMBERED IN ANY MAN NER

Supplemental Information

Return Reference	Explanation
Part V, Line 4	INTENDED USE OF ENDOWMENT FUNDS - THE ARBORETUM ENDOWMENT CONSISTS OF SEVERAL PERMANENTLY RESTRICTED FUNDS ESTABLISHED FOR A VARIETY OF PURPOSES THE ENDOWMENT FUNDS ARE RECORDED A T HISTORICAL DOLLAR VALUE INCOME AND REALIZED/UNREALIZED GAINS/LOSSES FOR SOME SPECIFIC F UNDS ARE RECORDED AS TEMPORARILY RESTRICTED UNTIL SPENT FOR THOSE SPECIFIC PURPOSES IN ACC ORDANCE WITH THE SPENDING POLICY APPROVED BY THE BOARD OF DIRECTORS IN ADDITION, EARNINGS IN EXCESS OF THE SPENDING POLICY ARE ADDED TO TEMPORARILY RESTRICTED NET ASSETS INCOME F ROM OTHER FUNDS IS TO BE USED FOR THE GENERAL OPERATIONS, AND IS RECORDED AS UNRESTRICTED

Supplemental Information

Return Reference	Explanation
PART V, LINE 1E	ENDOWMENT EXPENDITURES - FOR THE YEAR ENDED SEPTEMBER 30, 2014, THE ARBORETUM USED $4,191, 127 FOR ASSET PURCHASES AND EXPENDITURES RELATED TO THE INTEGRATION OF CLEVELAND BOTANICAL GARDEN, A SECTION 501(c)(3) ORGANIZATION OF WHICH THE ARBORETUM BECAME THE SOLE MEMBER T HE REMAINING APPROPRIATION OF $557,000 WAS FOR OPERATIONS

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

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

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

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

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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

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

a ☐ Mail solicitations

b ☐ Internet and email solicitations

c ☐ Phone solicitations

d ☐ In-person solicitations

e ☐ Solicitation of non-government grants

f ☐ Solicitation of government grants

g ☐ Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☐ **Yes** ☐ **No**

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

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

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

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

		(a) Event #1 BENEFIT (event type)	(b) Event #2 TASTINGS (event type)	(c) Other events 1 (total number)	(d) Total events (add col (a) through col (c))
Revenue	1 Gross receipts	225,268	37,690	6,831	269,789
	2 Less Contributions				
	3 Gross income (line 1 minus line 2)	225,268	37,690	6,831	269,789
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	30,106	3,646	1,415	35,167
	7 Food and beverages	44,594	6,477	6,228	57,299
	8 Entertainment				
	9 Other direct expenses	13,277	12,009	1,019	26,305
	10 Direct expense summary Add lines 4 through 9 in column (d) ▶				118,771
	11 Net income summary Subtract line 10 from line 3, column (d) ▶				151,018

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

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

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

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

b If "No," explain _____

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

b If "Yes," explain _____

11 Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No

13 Indicate the percentage of gaming activity conducted in

a The organization's facility	**13a**	%
b An outside facility	**13b**	%

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

Name ▶

Address ▶

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ $ _____ and the amount of gaming revenue retained by the third party ▶ $ _____

c If "Yes," enter name and address of the third party

Name ▶

Address ▶

16 Gaming manager information

Name ▶

Gaming manager compensation ▶ $

Description of services provided ▶

☐ Director/officer ☐ Employee ☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ $

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

Return Reference	Explanation

Schedule J
(Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees
▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
▶ Attach to Form 990.
▶ Information about Schedule J (Form 990) and its instructions is at *www.irs.gov/form990*.

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2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropiate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items			
	☐ First-class or charter travel ☑ Housing allowance or residence for personal use			
	☐ Travel for companions ☐ Payments for business use of personal residence			
	☐ Tax idemnification and gross-up payments ☑ Health or social club dues or initiation fees			
	☐ Discretionary spending account ☐ Personal services (e g , maid, chauffeur, chef)			
b	If any of the boxes in 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	**1b**	Yes	
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, officers, including the CEO/Executive Director, regarding the items checked in line 1a?	**2**	Yes	
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			
	☑ Compensation committee ☐ Written employment contract			
	☐ Independent compensation consultant ☑ Compensation survey or study			
	☑ Form 990 of other organizations ☑ Approval by the board or compensation committee			
4	During the year, did any person listed on Form 990, Part VII, Section A, line 1a with respect to the filing organization or a related organization			
a	Receive a severance payment or change-of-control payment?	**4a**		No
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	**4b**		No
c	Participate in, or receive payment from, an equity-based compensation arrangement?	**4c**		No
	If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III			
	Only 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.			
5	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	**5a**		No
b	Any related organization?	**5b**		No
	If "Yes," on line 5a or 5b, describe in Part III			
6	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	**6a**		No
b	Any related organization?	**6b**		No
	If "Yes," on line 6a or 6b, describe in Part III			
7	For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	**7**		No
8	Were any amounts reported on Form 990, Part VII, paid or accured 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	**8**		No
9	If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53 4958-6(c)?	**9**		

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

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

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

(A) Name and Title		**(B)** Breakdown of W-2 and/or 1099-MISC compensation			**(C)** Retirement and other deferred compensation	**(D)** Nontaxable benefits	**(E)** Total of columns (B)(i)-(D)	**(F)** Compensation in column(B) reported as deferred on prior Form 990
		Base **(i)** compensation	**(ii)** Bonus & incentive compensation	**(iii)** Other reportable compensation				
1 Clement W Hamilton President & CEO	(i)	235,133	0	0	14,380	22,082	271,595	0
	(ii)	0	0	0	0	0	0	0
2 Jim Ansberry CFO & Treasurer	(i)	165,302	20,000	0	11,457	15,957	212,716	0
	(ii)	0	0	0	0	0	0	0
3 Paul Spector VP Community Engagment	(i)	138,228	0	0	8,268	10,215	156,711	0
	(ii)	0	0	0	0	0	0	0
4 Nancy Spelman Chief - Human Resources Officer	(i)	108,244	20,000	0	7,777	14,966	150,987	0
	(ii)	0	0	0	0	0	0	0

Part III Supplemental Information

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

Return Reference	Explanation
Part I, Line 1a	BENEFITS PROVIDED TO CERTAIN OFFICERS - THE ARBORETUM PROVIDED HOUSING TO ITS PRESIDENT & CEO, CLEMENT HAMILTON MR HAMILTON PAYS FAIR MARKET VALUE RENT FOR THE HOUSING, AND THIS ARRANGEMENT WAS APPROVED BY THE BOARD OF DIRECTORS THE ARBORETUM ALSO PAID DUES FOR A SOCIAL CLUB FOR MR HAMILTON MR HAMILTON REIMBURSES THE ARBORETUM FOR HIS PERSONAL USE OF THE CLUB

Schedule L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions with Interested Persons

▶ Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ.
▶Information about Schedule L (Form 990 or 990-EZ) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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

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

1 (a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Corrected? Yes	No

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

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

Part II Loans to and/or From Interested Persons.

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

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization? To	From	(e) Original principal amount	(f) Balance due	(g) In default? Yes	No	(h) Approved by board or committee? Yes	No	(i) Written agreement? Yes	No
CLEMENT (1) HAMILTON	OFFICER	HOUSING		X	15,833	15,833		No	Yes			No
Total		▶ $				15,833						

Part III Grants or Assistance Benefiting Interested Persons.

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

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance

Part IV **Business Transactions Involving Interested Persons.**

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

(a) Name of interested person	**(b)** Relationship between interested person and the organization	**(c)** Amount of transaction	**(d)** Description of transaction	**(e)** Sharing of organization's revenues?	
				Yes	**No**

Part V **Supplemental Information**

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

Return Reference	**Explanation**

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

Noncash Contributions

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

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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	19	591,915	FMV
10 Securities—Closely held stock				
11 Securities—Partnership, LLC, or trust interests				
12 Securities—Miscellaneous				
13 Qualified conservation contribution—Historic structures				
14 Qualified conservation contribution—Other				
15 Real estate—Residential				
16 Real estate—Commercial				
17 Real estate—Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (_____)				
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

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

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?	30a		No
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?	31	Yes	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a	Yes	
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			

Part II **Supplemental Information.**

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

Return Reference	Explanation
Part I, Line 32b	USE OF THIRD PARTIES - THE ARBORETUM USES THE SERVICES OF A BROKER TO SELL DONATED SECURITIES THE FEES CHARGED ARE AT OR BELOW FAIR MARKET VALUE

SCHEDULE O (Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.
▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	Juliana Medeiros continued her collaboration with David Nowak of USFS to use plant xylem data to inform and possibly improve iTree Collaborators are completing analysis with plans to write a paper detailing the results of the iTree model with and without xylem data included Holden's research advisory committee met once during the course of FY16 The committee discussed "Big Data" efforts, urban ecology programming through Cleveland Botanical Garden, and rhododendron plant breeding The committee included David Burke, Stephen Krebs, Juliana Medeiros, Clement Hamilton (Holden) and Sandra Albro (Cleveland Botanical Garden) as well as Paul Abbey (Holden Board President, Chairman Fairport Asset Management), Christopher Cullis (Case Western Reserve University), Pablo Jourdan (Ohio State University), James Blank (Kent State University) and Paul DiCorleto (Kent State University) The committee continues to meet as a Board of Directors advisory committee On June 12, the research department celebrated 25 years of research at the Holden Arboretum As part of the celebration, the science center was renamed the "Ellen Corning Long and T Dixon Long Center for Plant and Environmental Science" The Long family has been a longtime supporter of research at Holden, and Ellen Corning Long was a leader in starting the research program at Holden 25 years ago We were excited to share our research accomplishments and goals with our friends and benefactors Katherine Krynak, a postdoctoral associate working in the research department, was awarded a Fulbright Fellowship to conduct work on amphibian ecology in Ecuador Kathy will be studying the effects of invasive fish species on glass frogs Kathy's postdoctoral position is funded jointly by the Cleveland Metroparks Zoo and Case Western Reserve University, with laboratory support from Holden Arboretum Research welcomed Adam Hoke, our new research specialist, to the research department Adam will be working with David Burke and Sarah Kyker on projects related to forest and soil ecology Research successfully completed the hiring of a new research scientist Katherine Stuble has joined our research department and she is a restoration ecologist whose work has spanned plant-antmutualisms, nutrient cycling in native systems and plant community restoration work Her work often places these topics within the context of global climate change Katie joined our department in September 2016 Urban Ecology Research (CBG) In FY16, research staff continued work on projects related to green infrastructure Sandra Albro was a co-author on 2 peer-reviewed scientific journals including the journal Urban Ecosystems Sandra also served as a panelist for a discussion on Green Infrastructure Strategies for Community Resilience at the New Partners for Smart Growth Conference in Portland, OR Sandra also presented a talk to the Cleveland chapter of PEO International and presented on the Garden's applied research program to a delegation

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Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	of scientists and educators from Azerbaijan as part of The Cleveland Council of World Affa irs program, Science Education and Promotion in the U S Additional progress w as made on c ompleting the project funded by the Great Lakes Protection Fund, also know n as "Vacant to Vibrant" (V2V), w hich seeks to install and monitor the effects of green infrastructure on storm w ater retention and reduction to combined sew er systems Research staff began collec ting data to survey participants involved in the program on the effects of green infrastru cture in the community, continued collection of basic environmental data from the various "rain gardens", and began w ork on installation of a plant nursery in Gary Indiana w ith our community partners there We expect that the w ork on V2V w ill be completed in 2017 and ne w research avenues in urban ecology w ill be explored Sandra Albro performed extensive pub lic engagement during the fiscal year Sandra completed Program Year 10 representing Cleve land Botanical Garden and The Holden Arboretum as an appointed member of Natural Resources Assistance Council (District 1), w hich aw ards funding from the Clean Ohio Green Space Con servation Program Sandra also participated in the United States Environmental Protection Agency (USEPA) national w ebinar and made a presentation about greening vacant lots to an a udience of over 750 people on February 9 Finally, Sandra w as elected co-chair of the Clev eland Tree Coalition, a group comprising city and county governmental agencies, as w ell as local for-profit and non-profit entities (including Cleveland Botanical Garden and Holden Arboretum) w ho are implementing the Cleveland Tree Plan Education through Research Hold en scientists served on graduate student committees for four Ph D students at Case Wester n Reserve University (2), Kent State University (1) and Ohio State University (1) Holden hosted six undergraduate interns in the summer of 2016 on projects ranging from examining acid rain and forest health, to soil ecology and plant physiology Research also hosted tw o students from the University of Pittsburgh for a one w eek research experience in January 2016 Katherine Krynak, w ho w orked in the research department for the last 4 years, first as a graduate student at CWRU and then as a postdoctoral researcher, left Holden and CWRU to take a position as an assistant professor in the Department of Biological and Allied H ealth Sciences at Ohio Northern University We w ish Kathy luck as she enters the next stag e of her career and hope she comes back to visit from time to time Research staff perform ed outreach to high school and middle school students in soil and plant ecology Students from Hershey-Montessori Farm School in Huntsburg, the Painesville Middle School and the Ch ardon School district participated in field and laboratory exercises exploring diversity o f microbes in soil and their importance for plant and forest health Approximately 70 stud ents participated in this expe

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Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	rience at the science center David Burke mentored Gina Ponzani, for a research experience Gina is a student at Kirtland High School and learned the ins and outs of soil and fores t ecology including a primer on DNA methods in biology Juliana Medeiros also led a w orksh op for Holden's "Trees Matter Summit", an outreach program that engages middle and high sc hool students in the importance of trees Medeiros taught a section on Paleoclimate and sh e w as assisted by Sarah Kyker and Charlotte Hew ins Juliana Medeiros also attended Hershey Montessori School 10th grade research presentations on Nov 13 Juliana Medeiros, Charlott e Hew ins, Sarah Kyker, Sharon Danielson and Hillary Wright served as judges for 2016 NEOSE F (North East Ohio Science and Engineering Fair) held at Cleveland State University on Mar ch 15th On August 3, the research department held its first summer intern research sympos ium at the Cleveland Botanical Garden 16 students from Holden as w ell as our university p artners presented their summer research in a poster session format The symposium is calle d SEARCH, and w e expect to make this symposium an annual event Holden staff also successf ully organized the annual Scientist Lecture Series that brings scientists to Holden to dis cuss research in plant biology, ecology and environmental science Scientists w ho spoke at the series w ere David Ward (Kent State University), Emily Rauschert (Cleveland State Univ ersity), Jeff Dietz (University of California), and Juliana Medeiros (Holden Arboretum) an d Meg Low man (Director of Global Initiatives, Lindsay Chair of Botany/Senior Scientist in Plant Conservation for the California Academy of Sciences) Meg Low man w as the speaker on Arbor Day Community Forestry During 2016, Holden's Community Forestry program expanded i ts outreach into Northeast Ohio and in particular the City of Cleveland Working w ith over 50 community partners, through approximately 500 hours of outreach efforts, Holden w as ab le to serve as an advocate and resource for scientifically based urban forest management t hroughout the region by promoting the aesthetic, environmental and economic value of trees and forests Community w orkshops on tree planting and care, training classes for voluntee r Tree Stew ards, and participation in regional planning to increase tree canopy in our urb an areas w ere initiatives during the year In addition, classes, w orkshops and lectures w e re held at the Arboretum to educate both homeow ners and professionals about tree care and the environmental services provided by a healthy urban and natural forest community All t old, the program reached 2400 people during 2016 w ith educational programming and assistan ce Horticulture At the Arboretum during the spring and fall planting seasons there w ere 314 trees and shrubs planted, and over 6,200 herbaceous perennial plants planted There ar e currently 5,282 taxa (species, varieties, cultivars) in the living plant collection,

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Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	At the Cleveland Botanical Garden during the spring and fall planting seasons there w ere 1 27 trees and shrubs planted and over 200 herbaceous perennial plants planted There are cu rrently 3,512 taxa (species, varieties, cultivars) in the living plant collection, 991 of w hich are w oody The Plant Collections Curator continued to provide horticultural informat ion to the public year-round, and responded to 240 contacts during the year w ith questions on plant identification, landscape plant selection and sources, horticultural practices a nd a range of related subjects As a participant in the International Seed Exchange, Holde n Nursery Staff distributed 186 packets of seed representing 9 different species native to Ohio on request and at no charge to 57 sister institutions in 26 countries around the w or ld and 2 states w ithin the U S Conservation The deer herbivory study initiated in 2005 now includes 72 plots in five forest types across Holden property The research plots in t he Beech-Sugar Maple forests of Stebbins Gulch w ere re-surveyed in 2016, providing a tw elf th year of data on deer density and herbivory impact Non-native earthw orm surveys w ere co nducted inside deer study plots in 2016 to address combined impacts of deer and earthw orms on Holden's forests Deer population management continued in the form of hunting in the n atural areas and sharp shooting in the core garden areas Harvest numbers for 2015 w ere 42 from the hunting program and 25 from the core area deer cull Holden continues to review the impacts of horse trails in sensitive natural areas, particularly Stebbins Gulch, and i mplemented selected seasonal and permanent closings of trails Primary observed and potent ial impacts include alteration to the hydrological environment, soil compaction and introd uction of invasive plants Staff continued their ongoing monitoring of Holden plant commun ities, insect populations, rare plant and animal species, and non-native invasive earthw or ms Invasive plant species continue to be removed, and replaced w ith native species, on a large scale from Holden natural areas Conservation department continues its efforts to ma nage invasive plant species across all of Holden's natural areas, and core Garlic mustard and shrub and vine invasive plants including buckthorn, honeysuckle, privet, and Asian bi ttersw eet are primary target species Staff initiated a bat survey in Stebbins Gulch Natur al Area in 2016 Bat activity in different habitats across the natural area w as monitored remotely w ith the goal of demonstrating how bats use this landscape Results w ill be incor porated into long-term forest management planning to ensure Holden protects habitat import ant to the diversity of species on the property Bats are an ecologically important group that is being impacted by White Nose Syndrome Many species are state and/or federally lis ted or are expected to be in the near future The Corning Lake restoration project w as als o initiated in 2014 and w ork c

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Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	ontinued through 2016 to monitor the lake w ater quality in terms of nutrients, dissolved o xygen, and pH Planting efforts began w ith the placement of live cuttings of dogw oods and buttonbush along the lake shoreline, in addition, herbaceous emergent and submergent veget ation w as planted in the shallow w ater zones of the lake Conservation staff is developing a Management plan for Holden's natural areas This plan w ill guide future efforts in thes e areas to ensure that Holden's forest are responsibly managed to conserve their health an d diversity A key component of this plan is the Rapid Upland Forest Assessment, developed by conservation staff and implemented at 130 sites in the Stebbins Gulch Natural Area in 2016 Staff also developed the Spring Ephemeral Rapid Assessment in 2015 as a complimentar y tool for assessing forest plant communities and assessed Stebbins Gulch Natural Area in 2016 In addition, conservation staff had performed routine w etland delineations and strea m assessments across the Stebbins Gulch Natural Areas These tools provide information on forest health and impacts and w ill be key to future conservation and management efforts C onservation staff has documented the extent and severity of the Emerald Ash Borer and the Beech Leaf Disease w ithin the Stebbins Gulch Natural Area Conservation staff have also fo und Beech Leaf Disease in all of Holden's natural areas and continues to w ork w ith experts and partners to describe and determine the cause of this affliction w hich is still curren tly unknow n Staff developed a monitoring protocol in 2015 and have completed assessments using this protocol at three sites across Holden's natural areas Work w ith other conserva tion organizations to better understand potential ecological impacts and management implic ations of this affliction continues Conservation staff continues to participate as member s of Lake Erie Allegheny Partnership for Biodiversity Conservation staff participated in tw o w orkshops w here presentations and demonstrations w ere made to key members of LEAP Eng aging Youth and Adults w ith Plants The Holden Arboretum's educational programming engages individuals of all ages w ith plants and other aspects of the natural w orld to enhance fun damental learning, appreciation of nature and health and w ellness During 2016, our w ork w ith 19,845 students and teachers of northeast Ohio focused on providing programming w hich addressed the Ohio State Science Standards The Arboretum's school programs encourage stud ents to take an active role in learning Hands-on investigations and discussions in a natu ral setting encourage students to discover and gather information, ask questions and begin to formulate answ ers or methods for obtaining answ ers for themselves In 2016, 13,610 stu dents, primarily from schools in Lake, Geauga, and Cuyahoga Counties participated in progr ams such as Holden's Grow ing Students and Science, a program that builds interest and abil ity in the sciences w ith stude

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Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	nts over a 3-4 year period beginning in 2nd grade In 2015, 12 school districts participat ed in this program Outreach programs accounted for 600 students in 2016 In addition, pro fessional development opportunities are provided that offer teachers a chance to increase content know ledge in the natural sciences and that help them w ith pedagogy related to teac hing science These range from one w eek graduate level classes to after school sessions I n addition, w orkshops are presented at numerous teacher conferences each year A total of 159 teachers from grades K-12 attended during 2016 187 Adult classes and programs in the areas of horticulture, natural history, art and w ellness w ere offered on a quarterly basis to Arboretum members and the community at large These experiential classes are for perso nal enrichment and often are of a practical, how to nature They are taught by Holden's pro fessional staff and highly qualified outside instructors Approximately 2,450 registration s w ere received during 2016 Adults participating in group hikes and tours totaled 3,537 i n 2016 Family classes and programs are designed to engage children and parents in outdoor activities that encourage exploration and learning Some are offered through the class sc hedule w hile others are offered as drop-in" programs These range from habitat discoveries to nature crafts to pond explorations They may be led by an Arboretum staff member or vo lunteer, or be self-directed (such as Discovery Packs) Interpreting and explaining the va ried assets of the Arboretum is accomplished through a variety of on-site programs for vis itors Visitors can take advantage of guided tours, brochures, maps, interpretative panels , interactive exhibits, plant identification labels, or our Listen and Learn program that uses cell phones to provide information about plants and other features During 2016, the vast majority of our visitors interacted w ith some facet of the interpretive program Plac e and Purpose Guest Relations in 2015, 96,620 individuals visited Holden to enjoy the gar dens, trails, Lantern Court, educational programming and gardens This w as an increase of approximately 5,000 over the previous year Opening in September, 2015, the Emergent Tow er and Canopy Walk gave a large end of the fiscal year boost to attendance Additional progr amming included art show s, photography exhibits, rare book exhibits, tram tours, and guide d tours of the Main Display Garden and natural areas Programming exists to meet the needs of visitors, special interest groups such as bird clubs, garden clubs, hiking organizatio ns, and other relevant not-for-profit organizations Special Events - Holden engages its m embers and reaches out to new audiences w ith yearly festivals and special events More tha n 20,399 people participated in these special programs in 2015 This w as a slight increase over the previous year

990 Schedule O, Supplemental Information

Return Reference	Explanation
FORM 990, PART III, LINE 4 - PROGRAM SERVICE ACCOMPLISH (CONT'D)	The festivals are family-centered to encourage a love of nature and the outdoors in young children and to build and sustain our large donor base The festivals are Goblins in the Gardens and an Arbor Day Festival In addition Holden produces Plant Sales, Wine Tastings, and a Pancake Breakfast Holden' outdoor garden concert series continued to grow in 2015 attracting audiences of 300-500 for each concert Rentals Holden's rental program uses our indoor and outdoor facilities to enable weddings, receptions, showers, and small meetings to both individuals and groups In 2015, rental events engaged over 5,300 people

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Return Reference	Explanation
Form 990, Part VI, Section A, line 2	REPORTABLE RELATIONSHIPS - THE FOLLOWING INDIVIDUALS HAVE A FAMILY RELATIONSHIP PAUL R ABBEY AND CONSTANCE NORWEB ABBEY , SARAH GRIES AND ROBERT GRIES THE FOLLOWING INDIVIDUALS HAVE A BUSINESS RELATIONSHIP JONATHAN DICK, PAUL R ABBEY AND SARAH GRIES, PAUL R ABBEY AND JONATHAN DICK, SARAH GRIES, ROBERT GRIES AND JONATHAN DICK, PETER HELLMAN AND BRAD TURNER, JOSEPH KEITHLY , STEPHEN KNERLY AND BRAD TURNER, BRAD TURNER, VICTORIA BROER, WILLIAM CONWAY , JONATHAN DICK, PETER HELLMAN AND JOSEPH KEITHLY

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Return Reference	Explanation
Form 990, Part VI, Section A, line 6	MEMBERS OF THE ORGANIZATION - THE DIRECTORS ARE THE MEMBERS OF THE CORPORATION THEY ARE ELECTED FOR A THREE-YEAR TERM. THE DIRECTORS EXERCISE ALL AUTHORITY RESERVED TO THE MEMBERS UNDER OHIO LAW PERSONS WHO ARE ACCORDED MEMBERSHIP STATUS OR OTHERWISE CALLED MEMBERS ARE NOT "MEMBERS" AS THE TERM IS USED IN THE OHIO NONPROFIT CORPORATION LAW

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section A, line 7a	ELECTION OF MEMBERS - THE DIRECTORS ARE THE MEMBERS FOR ALL PURPOSES UNDER OHIO LAW, INCLUDING ELECTING INDIVIDUALS TO THE BOARD OF DIRECTORS (THE GOVERNING BODY)

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 11	REVIEW OF FORM 990 - THE BOARD OF DIRECTORS HAS DELEGATED THE REVIEW OF THE FORM 990 TO THE AUDIT COMMITTEE AND OPERATING MANAGEMENT AFTER REVIEW OF THE FORM 990, THE AUDIT COMMITTEE WILL ADVISE THE BOARD OF DIRECTORS PRIOR TO FILING

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 12c	MONITORING AND ENFORCEMENT OF CONFLICT POLICY - THE ORGANIZATION USES A PROCESS OF ANNUAL ATTESTATION, IN WRITING, THAT DIRECTORS, OFFICERS, AND MANAGERS WITH PURCHASING AUTHORITY ARE IN COMPLIANCE WITH HOLDEN'S CONFLICT OF INTEREST POLICY HOLDEN'S OPERATING MANAGEMENT CONTINUALLY MONITORS COMPLIANCE WITH HOLDEN'S POLICIES AND PROCEDURES

990 Schedule O, Supplemental Information

Return Reference	Explanation
Form 990, Part VI, Section B, line 15a	COMPENSATION REVIEW AND APPROVAL - THE PRESIDENT AND CEO'S SALARY IS ESTABLISHED BY THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS AFTER REVIEWING COMPENSATION DATA FROM SIMILARLY SIZED ARBORETUMS AND PUBLIC GARDENS, OTHER LOCAL CULTURAL INSTITUTIONS, AND CONSIDERATION OF LOCAL ECONOMIC CONDITIONS THE COMMITTEE MEMBERS ARE INDEPENDENT OF THE PRESIDENT AND CEO

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Return Reference	Explanation
Form 990, Part VI, Section C, line 19	AVAILABILITY OF DOCUMENTS - THREE YEARS OF AUDITED FINANCIAL STATEMENTS ARE AVAILABLE ON HOLDEN'S WEBSITE THE ORGANIZATION'S GOVERNING DOCUMENTS ARE AVAILABLE UPON REQUEST HOLDEN DOES NOT MAKE ITS CONFLICT OF INTEREST POLICY AVAILABLE TO THE PUBLIC

SCHEDULE R (Form 990)

Department of the Treasury
Internal Revenue Service

Related Organizations and Unrelated Partnerships

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

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

OMB No 1545-0047

2015

Open to Public Inspection

Name of the organization
THE HOLDEN ARBORETUM

Employer identification number
34-0750346

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

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity? Yes	No
(1) CLEVELAND BOTANICAL GARDEN 11030 EAST BLVD CLEVELAND, OH 44106 34-0239538	HORTIC EDUC	OH	501(c)(3)	Line 7	HOLDEN ARB	Yes	

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

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

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

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

Part V **Transactions With Related Organizations** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

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

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

(a) Name of related organization	**(b)** Transaction type (a-s)	**(c)** Amount involved	**(d)** Method of determining amount involved
(1) CLEVELAND BOTANICAL GARDEN	D	6,050,000	FMV

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

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproprtionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	

Part VII Supplemental Information

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

Return Reference	Explanation