

Return of Organization Exempt From Income Tax

2007

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

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

A For the 2007 calendar year, or tax year beginning , 2007, and ending , 20

- B** Check if applicable
- Address change
 - Name change
 - Initial return
 - Termination
 - Amended return
 - Application pending

C Name of organization
The Sam Adams Alliance

Number and street (or P O box if mail is not delivered to street address) Room/suite
20 N. Wacker Drive 3330

City or town, state or country, and ZIP + 4
Chicago, IL 60606

D Employer identification number
20 5792227

E Telephone number
(312) 920-0080

F Accounting method: Cash Accrual
 Other (specify) ▶

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

- H and I are not applicable to section 527 organizations**
- H(a)** Is this a group return for affiliates? Yes No
- H(b)** If "Yes," enter number of affiliates ▶ **N/A**
- H(c)** Are all affiliates included? Yes No
(If "No," attach a list See instructions)
- H(d)** Is this a separate return filed by an organization covered by a group ruling? Yes No

G Website: ▶ <http://www.samadamsalliance.org/>

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

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000 A return is not required, but if the organization chooses to file a return, be sure to file a complete return

L Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **1,828,284**

I Group Exemption Number ▶

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

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

SCANNED DEC 22 2008

Revenue	1 Contributions, gifts, grants, and similar amounts received:				
	a Contributions to donor advised funds	1a			
	b Direct public support (not included on line 1a)	1b		1,822,458	
	c Indirect public support (not included on line 1a)	1c			
	d Government contributions (grants) (not included on line 1a)	1d			
	e Total (add lines 1a through 1d) (cash \$ 1,822,458 noncash \$)	1e			1,822,458
	2 Program service revenue including government fees and contracts (from Part VII, line 93)	2			1,577
	3 Membership dues and assessments	3			
	4 Interest on savings and temporary cash investments	4			4,249
	5 Dividends and interest from securities	5			
	6a Gross rents	6a			
	b Less: rental expenses	6b			
c Net rental income or (loss). Subtract line 6b from line 6a	6c				
7 Other investment income (describe ▶)	7				
8a Gross amount from sales of assets other than inventory	(A) Securities		(B) Other		
		8a			
	b Less: cost or other basis and sales expenses.	8b			
	c Gain or (loss) (attach schedule)	8c			
d Net gain or (loss). Combine line 8c, columns (A) and (B)	8d				
9 Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>					
a Gross revenue (not including \$ of contributions reported on line 1b)	9a				
b Less: direct expenses other than fundraising expenses	9b				
c Net income or (loss) from special events. Subtract line 9b from line 9a	9c				
10a Gross sales of inventory, less returns and allowances	10a				
	b Less: cost of goods sold	10b			
c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	10c				
11 Other revenue (from Part VII, line 103)	11				
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12			1,828,284	
Expenses	13 Program services (from line 44, column (B))	13		1,515,191	
	14 Management and general (from line 44, column (C))	14		239,526	
	15 Fundraising (from line 44, column (D))	15		159,626	
	16 Payments to affiliates (attach schedule)	16			
	17 Total expenses. Add lines 16 and 44, column (A)	17			1,914,343
Net Assets	18 Excess or (deficit) for the year. Subtract line 17 from line 12	18		(86,059)	
	19 Net assets or fund balances at beginning of year (from line 73, column (A))	19		162,603	
	20 Other changes in net assets or fund balances (attach explanation)	20			
	21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20	21			76,544

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

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a			
22b	Other grants and allocations (attach schedule) (cash \$ <u>225,959</u> noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b	225,959	225,959	
23	Specific assistance to individuals (attach schedule)	23	0	0	
24	Benefits paid to or for members (attach schedule)	24	0	0	
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a	216,930	216,930	
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b	28,000	28,000	0
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c	0	0	0
26	Salaries and wages of employees not included on lines 25a, b, and c	26	585,887	375,297	88,219
27	Pension plan contributions not included on lines 25a, b, and c	27	9,322	9,322	
28	Employee benefits not included on lines 25a - 27	28	74,209	61,562	12,647
29	Payroll taxes	29	64,662	47,656	7,048
30	Professional fundraising fees	30			
31	Accounting fees	31			
32	Legal fees	32	182,406	171,677	10,729
33	Supplies	33			
34	Telephone	34	8,672	3,822	4,416
35	Postage and shipping	35	13,978	11,344	2,634
36	Occupancy	36	89,861	66,228	9,795
37	Equipment rental and maintenance	37	56,649	41,747	14,902
38	Printing and publications	38	27,099	24,732	35
39	Travel	39	128,773	126,562	748
40	Conferences, conventions, and meetings	40	60,287	60,287	
41	Interest	41			
42	Depreciation, depletion, etc. (attach schedule)	42	12,410	10,549	1,861
43	Other expenses not covered above (itemize):				
a	Advertising & promotion	43a	38,625	38,625	
b	Awards & contests	43b	17,500	17,500	
c	Bank charges	43c	1,455		1,455
d	Computer & website expense	43d	59,750	35,378	23,723
e	Development & training	43e	8,461	4,907	3,385
f	Dues & subscriptions	43f	6,085	2,791	3,294
g	Other (schedule attached)	43g	-2,636	-18,028	12963
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	1,914,343	1,515,191	239,526

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____, (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

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

What is the organization's primary exempt purpose? ► See Statement of Primary Exempt Purpose All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs. and 4947(a)(1) trusts, but optional for others)
a Common Sense - A newspaper, radio and internet broadcast program carried in approximately 550 newspapers, 120 radio stations and 10,000 e-mails. <hr/> <hr/> <hr/> (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	\$583,077
b The Sammys - A contest program designed to recognize outstanding citizen leadership and creativity. Prizes were awarded to citizen leaders in Indiana, Michigan, Ohio, Tennessee, Texas, and Washington. <hr/> <hr/> <hr/> (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	\$155,352
c Sam-O-Gram - A weekly e-newsletter that provides more than 1,500 subscribers resources for getting involved (the Action Toolkit and State Resource Guides) in their communities, updates on organizational activities, links to SAF web projects and Common Sense, and the latest content featured on the SAF website. <hr/> <hr/> <hr/> (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	\$310,705
d Sam Adams Alliance Quarterly - A quarterly magazine distributed to over 3,000 subscribers. Each issue features a letter from SAF leadership, feature stories on allied organizations, updates about SAF projects, and more. <hr/> <hr/> <hr/> (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	\$466,057
e Other program services (attach schedule) (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services). . . . ►	\$1,515,191

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year	
Assets	45 Cash—non-interest-bearing	21,550	45		
	46 Savings and temporary cash investments	100,578	46	59,965	
	47a Accounts receivable	47a 400			
	b Less: allowance for doubtful accounts	47b -0-	1,135	47c 400	
	48a Pledges receivable	48a			
	b Less: allowance for doubtful accounts	48b		48c	
	49 Grants receivable			49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)			50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)			50b	
	51a Other notes and loans receivable (attach schedule)	51a			
	b Less: allowance for doubtful accounts	51b		51c	
	52 Inventories for sale or use			52	
	53 Prepaid expenses and deferred charges			53	
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input type="checkbox"/> FMV			54a	
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV			54b	
	55a Investments—land, buildings, and equipment: basis	55a			
	b Less: accumulated depreciation (attach schedule)	55b		55c	
	56 Investments—other (attach schedule)			56	
	57a Land, buildings, and equipment: basis	57a 45,242			
b Less: accumulated depreciation (attach schedule)	57b (13,458)	44,095	57c 31,784		
58 Other assets, including program-related investments (describe ►)			58		
59 Total assets (must equal line 74). Add lines 45 through 58		167,358	59	92,149	
Liabilities	60 Accounts payable and accrued expenses	4,755	60	15,605	
	61 Grants payable		61		
	62 Deferred revenue		62		
	63 Loans from officers, directors, trustees, and key employees (attach schedule)			63	
	64a Tax-exempt bond liabilities (attach schedule)			64a	
	b Mortgages and other notes payable (attach schedule)			64b	
	65 Other liabilities (describe ►)			65	
	66 Total liabilities. Add lines 60 through 65		4,755	66	15,605
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.				
	67 Unrestricted	162,603	67	76,544	
	68 Temporarily restricted		68		
	69 Permanently restricted		69		
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.				
	70 Capital stock, trust principal, or current funds		70		
	71 Paid-in or capital surplus, or land, building, and equipment fund		71		
	72 Retained earnings, endowment, accumulated income, or other funds		72		
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)		162,603	73	76,544
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73		167,358	74	92,149

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions.)

a	Total revenue, gains, and other support per audited financial statements		a	1,867,574
b	Amounts included on line a but not on Part I, line 12:			
1	Net unrealized gains on investments	b1		
2	Donated services and use of facilities	b2		
3	Recoveries of prior year grants	b3		
4	Other (specify): Payroll expense reimbursement from Team Sam, Inc.	b4	39,290	
	Add lines b1 through b4		b	39,290
c	Subtract line b from line a		c	1,828,284
d	Amounts included on Part I, line 12, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2		
	Add lines d1 and d2		d	-0-
e	Total revenue (Part I, line 12). Add lines c and d		e	1,828,284

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

a	Total expenses and losses per audited financial statements		a	1,953,633
b	Amounts included on line a but not on Part I, line 17:			
1	Donated services and use of facilities	b1		
2	Prior year adjustments reported on Part I, line 20	b2		
3	Losses reported on Part I, line 20	b3		
4	Other (specify): Payroll expense reimbursement from Team Sam, Inc.	b4	39,290	
	Add lines b1 through b4		b	39,290
c	Subtract line b from line a		c	1,914,343
d	Amounts included on Part I, line 17, but not on line a :			
1	Investment expenses not included on Part I, line 6b	d1		
2	Other (specify):	d2		
	Add lines d1 and d2		d	-0-
e	Total expenses (Part I, line 17). Add lines c and d		e	1,914,343

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated.) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Eric O'Keefe 504 E. Madison, Spring Green, WI 53588	Chairman, CEO, Director, 28	-0-	-0-	-0-
Robert Costello 2135 Sherman Ave., Evanston, IL 60201	Secretary, Treasurer, 30	\$80,638.98	\$1,594	\$14,042
Paul Jacob 2617 Pheasant Hunt Rd., Woodbridge, VA 22192	Senior Advisor, 30	\$109,393.80	\$1,997	\$13,028
John Tsarpalas 1530 Washington Ave., Wilmette, IL 60081	Director of Alliances, 10	\$26,897.04	\$2,250	\$13,855
Eric Tubbs 959 W. Sanilac Road, Sandusky, MI 48471	Director, 2	-0-	-0-	-0-
Joseph Lehman 2969 E. Shearer Rd., Midland, MI 48642	Director, 2	-0-	-0-	-0-
John Tillman 52 Briar Road, Golf, IL 60029	President, 10	-0-	-0-	-0-

Part VI Other Information (continued)		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		✓
	b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
	82b _____		
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	✓	
83b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	✓	
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		✓
84b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
85a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		
85b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
85c	Dues, assessments, and similar amounts from members		
85d	Section 162(e) lobbying and political expenditures		
85e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
85f	Taxable amount of lobbying and political expenditures (line 85d less 85e)		
85g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
85h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?		
86a	501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12		
86b	b Gross receipts, included on line 12, for public use of club facilities		
87a	501(c)(12) orgs. Enter: a Gross income from members or shareholders		
87b	b Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)		
88a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		✓
88b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		✓
89a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 _____; section 4912 _____; section 4955 _____		
89b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		✓
	c Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		
	d Enter: Amount of tax on line 89c, above, reimbursed by the organization		
89e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		✓
89f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		✓
89g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		✓
90a	List the states with which a copy of this return is filed IL		
90b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)		11
91a	The books are in care of John Tsarpalas Telephone no. (312) 920-0080 Located at 20 N. Wacker Dr., Suite 3330, Chicago, IL ZIP + 4 60606		
91b	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)? If "Yes," enter the name of the foreign country	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		✓

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c** Yes No
 If "Yes," enter the name of the foreign country ▶

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ | **92** |

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a Educational awards program					1,577
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	4,249	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))				4,249	1,577
105 Total (add line 104, columns (B), (D), and (E)) ▶					5,826

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No. ▼	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes)
93a	Awards program to stimulate creative use of new media technology to promote educational objectives of the organization.

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

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

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

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

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

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization **make** any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
	✓

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

107 Did the reporting organization **receive** any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
	✓

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No
	✓

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

Please Sign Here

Signature of officer: *[Handwritten Signature]* Date: NOVEMBER 14, 2008

Type or print name and title: JOHN A. TSARPALAS VICE PRESIDENT

Paid Preparer's Use Only

Preparer's signature: [Redacted] Date: [Redacted] Check if self: [Redacted] Preparer's SSN or PTIN (See Gen Inst X): [Redacted]

Firm's name (or yours if self-employed), address, and ZIP + 4: [Redacted]

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

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

OMB No 1545-0047

2007

Department of the Treasury
Internal Revenue Service

Supplementary Information—(See separate instructions.)

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

Name of the organization The Sam Adams Alliance	Employer identification number 20 : 5792227
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Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Paul Jacob 2617 Pheasant Hunt rd., Woodbridge, VA 22192	Senior Advisor, 40	\$109,394	\$1,997	\$13,028
William Lucas 30 W. 061 Granada Court, Naperville, IL 60563	Dir. of Development, 40	\$78,467	\$1,058	0
Jodi Bridges 1140 N. Winchester, #2F, Chicago, IL 60622	Dir of Events/Personnel, 40	\$73,126	\$1,416	\$387
Heather Wilhelm 814 Hinman, No. 5, Evanston, IL 60202	Dir of Mktg & Comm, 40	\$58,748	\$126	0
Total number of other employees paid over \$50,000 ▶		0		

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Graves Bartle & Marcus, LLC 1100 Main Street, Suite 2600, Kansas City, Missouri 64105	Legal	\$79,347
Schmid & Schmid PLLC 1840 N. Michigan Ave., Suite 200, Saginaw, MI 48602	Legal	\$52,026
Total number of others receiving over \$50,000 for professional services ▶		0

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Healthcare Service Corporation P.O. Box 1186, Chicago, IL 60690-1186	Medical Benefits	\$69,174
eResources 1423 Powhatan Street, Suite 10, Alexandria, VA 22314	Website Design & Hosting	\$65,318
James Harris P.O. Box 74 Jefferson City, Missouri 65102	Consulting	\$54,986
Total number of other contractors receiving over \$50,000 for other services ▶		0

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

Yes **No**

<p>1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)</p>	1		✓
<p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.</p>			
<p>2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)</p>			
<p>a Sale, exchange, or leasing of property?</p>	2a		✓
<p>b Lending of money or other extension of credit?</p>	2b		✓
<p>c Furnishing of goods, services, or facilities?</p>	2c		✓
<p>d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p>	2d	✓	
<p>e Transfer of any part of its income or assets?</p>	2e		✓
<p>3a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.)</p>	3a		✓
<p>b Did the organization have a section 403(b) annuity plan for its employees?</p>	3b		✓
<p>c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement</p>	3c		✓
<p>d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?</p>	3d		✓
<p>4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g</p>	4a		✓
<p>b Did the organization make any taxable distributions under section 4966?</p>	4b		✓
<p>c Did the organization make a distribution to a donor, donor advisor, or related person?</p>	4c		✓
<p>d Enter the total number of donor advised funds owned at the end of the tax year ► _____</p>			0
<p>e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ► _____</p>			0
<p>f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ► _____</p>			0
<p>g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ► _____</p>			0

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). **Enter the hospital's name, city, and state** ▶
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: **(1) more than 33 1/3%** of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions—subject to certain exceptions, and **(2) no more than 33 1/3%** of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12.) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	401,500				401,500
16 Membership fees received					
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose					
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, income from similar sources, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	578				578
19 Net income from unrelated business activities not included in line 18.					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets					
23 Total of lines 15 through 22	402,078				402,078
24 Line 23 minus line 17	402,078				402,078
25 Enter 1% of line 23	4,021				
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 8,042
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2003 through 2006 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b 400,000
c Total support for section 509(a)(1) test: Enter line 24, column (e)					26c 402,078
d Add: Amounts from column (e) for lines: 18 <u>578</u> 19 <u>0</u> 22 <u>0</u> 26b <u>400,000</u>					26d 400,578
e Public support (line 26c minus line 26d total)					26e 1,500
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f 0.37 %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: (2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2006) (2005) (2004) (2003)					
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					27c _____
d Add: Line 27a total _____ and line 27b total _____					27d _____
e Public support (line 27c total minus line 27d total)					27e _____
f Total support for section 509(a)(2) test: Enter amount from line 23, column (e)					27f _____
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g _____ %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h _____ %
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2003 through 2006, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.					

Part V Private School Questionnaire (See page 9 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.) ----- ----- -----		
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d Copies of all material used by the organization or on its behalf to solicit contributions?		
If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		
b Admissions policies?		
c Employment of faculty or administrative staff?		
d Scholarships or other financial assistance?		
e Educational policies?		
f Use of facilities?		
g Athletic programs?		
h Other extracurricular activities?		
If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
34a Does the organization receive any financial aid or assistance from a governmental agency?		
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)
(To be completed **ONLY** by an eligible organization that filed Form 5768)

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

Limits on Lobbying Expenditures		(a) Affiliated group totals	(b) To be completed for all electing organizations
(The term "expenditures" means amounts paid or incurred.)			
36	Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	0
37	Total lobbying expenditures to influence a legislative body (direct lobbying)	37	0
38	Total lobbying expenditures (add lines 36 and 37)	38	0
39	Other exempt purpose expenditures	39	0
40	Total exempt purpose expenditures (add lines 38 and 39)	40	0
41	Lobbying nontaxable amount. Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000	41	0
42	Grassroots nontaxable amount (enter 25% of line 41).	42	0
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36.	43	0
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38.	44	0

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

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount	0	0			0
46 Lobbying ceiling amount (150% of line 45(e))					0
47 Total lobbying expenditures	0	0			0
48 Grassroots nontaxable amount	0	0			0
49 Grassroots ceiling amount (150% of line 48(e))					0
50 Grassroots lobbying expenditures	0	0			0

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

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

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

Attached Statement
 Form 990, Tax year 2007
 The Sam Adams Alliance
 E.I.N. 20-5792227

Part II – Statement of Functional Expenses

	(A) Total	(B) Program	(C) Mgmt	(D) Funding	Unclass.
22a Grants paid from donor advised funds (attach schedule) (cash \$ noncash \$) If this amount includes foreign grants, check here ©	22a	\$0			
22b Other grants and allocations (attach schedule) (cash \$ noncash \$) If this amount includes foreign grants, check here ©	22b	\$225,959	\$225,959		
23 Specific assistance to individuals (attach schedule)	23	\$0			
24 Benefits paid to or for members (attach schedule)	24	\$0			
25a Compensation of current officers, directors, key employees, etc. listed in Part V-A (attach schedule)	25a	\$216,930	\$216,930		
25b Compensation of former officers, directors, key employees, etc. listed in Part V-B (attach schedule)	25b	\$28,000	\$28,000		
25c Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c	\$0			
26 Salaries and wages of employees not included on lines 25a, b, and c	26	\$585,887	\$375,297	\$88,219	\$122,371
27 Pension plan contributions not included on lines 25a, b, and c	27	\$9,322	\$9,322		
28 Employee benefits not included on lines 25a – 27	28	\$74,209	\$61,562		\$12,647
29 Payroll taxes	29	\$64,662		\$64,662	
30 Professional fundraising fees	30	\$0			
31 Accounting fees	31	\$0			

32	Legal fees	32	\$182,406	\$171,677	\$10,729		
33	Supplies	33	\$0				
34	Telephone	34	\$8,672	\$3,822	\$4,416	\$434	
35	Postage and shipping	35	\$13,978	\$11,344	\$2,634		
36	Occupancy	36	\$89,861	\$66,228	\$9,795	\$13,838	
37	Equipment rental and maintenance	37	\$56,649	\$41,747	\$14,902		
38	Printing and publications	38	\$27,099	\$24,732	\$35	\$2,332	
39	Travel	39	\$128,773	\$126,562	\$748	\$1,463	
40	Conferences, conventions, and meetings	40	\$60,287	\$60,287			
41	Interest	41	\$0				
42	Depreciation, depletion, etc. (attach schedule)	42	\$12,410	\$10,549	\$1,861		
43	Other expenses not covered above (itemize):						
	a Advertising & promotion	43a	\$38,625	\$38,625			
	b Awards & contests	43b	\$17,500	\$17,500			
	c Bank charges	43c	\$1,455		\$1,455		
	d Computer & website expense	43d	\$59,750	\$35,378	\$23,723	\$649	
	e Development & training	43e	\$8,461	\$4,907	\$3,385	\$169	
	f Dues & subscriptions	43f	\$6,085	\$2,791		\$3,294	
	g Other (See Schedule)	43g	-\$2,636	-\$18,028	\$12,963	\$2,429	\$0
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)–(D), carry these totals to lines 13–15)	44	\$1,914,343	\$1,515,191	\$239,526	\$159,626	
43g	Schedule						
	h Fees & permits	h	\$703	\$129		\$574	
	i Insurance	i	\$4,997	\$3,683	\$545	\$769	
	j Office expense	j	\$9,575	\$133	\$8,964	\$478	
	k Professional fees	k	\$7,627	\$5,600	\$2,027		
	l Repairs & maintenance	l	\$1,266	\$933	\$102	\$231	
	m Research	m	\$9,537	\$9,537			
	n Utilities	n	\$1,199	\$883	\$131	\$185	
	o Miscellaneous	o	\$1,750	\$364	\$1,194	\$192	
	p Expenses Reimbursed	p	-\$39,290	-\$39,290			
43g	Totals		-\$2,636	-\$18,028	\$12,963	\$2,429	\$0

Attached Statement
Form 990, Tax year 2007
The Sam Adams Alliance
E.I.N. 20-5792227

Part III – Statement of Primary Exempt Purpose

The Sam Adams Alliance strives to educate and inform citizens about the important political issues necessary to maintaining a free society, including government accountability, government transparency, property rights protection, fiscal responsibility, free speech, and citizen initiative and referendum rights. In doing so, it aims to broaden the public debate on the proper role of state and local government in society, and to inspire greater involvement of intelligent, concerned citizens.

Attached Statement
Form 990, Schedule B, Tax year 2007
The Sam Adams Alliance
E.I.N. 20-5792227

Part I – Statement of Contributors

The organization declines to provide specific identifying information on its donors on the grounds that such disclosure may chill the donors' First Amendment right to associate in private with the organization. NAACP v. Alabama, 357 U.S. 449 (1958); International Union UAW v. National Right to Work, 590 F. 2d 1139, 1152 (D.C. Cir. 1978). While the other required information is being provided on this Schedule B, actual identities have been protected by assigning a number or letter to each donor listed.