

CitizenAudit.org

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2001

Department of the Treasury
Internal Revenue Service

Note The organization may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2001, or tax year beginning Jul 1, 2001, and ending Jun 30, 2002

G Check all that apply: Initial return ☐ Final return ☐ Amended return ☐ Address Change ☐ Name change ☐

Use the IRS label otherwise, print or type See Specific Instructions	Name of Organization Achieve, Inc		A Employer Identification Number 52-2006429
	Number and Street (or P.O. box number if mail is not delivered to street address) Room/Suite 400 No Capital Street NW 351		B Telephone Number (see instructions) (202) 624-1460
	City or Town State ZIP code Washington DC 20001		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column c, line 16) \$ 4,799,333		J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60 month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns b, c, and d may not necessarily equal the amounts in column a) (see instructions)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc. received (att sch)	267,052			
	2 Distributions from split interest trusts				
	3 Interest on savings and temporary cash investments	29,945	29,945	29,945	
	4 Dividends and interest from securities				
	5a Gross rents				
	b (Net rental income or loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales prices for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule) Program service revenue	405,665				
12 Total. Add lines 1 through 11	702,662	29,945	29,945		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	430,800			
	14 Other employee salaries and wages	1,205,856			
	15 Pension plans, employee benefits	199,083			
	16a Legal fees (attach schedule) L-16a Stmt	52,939			
	b From other sources (attach sch) L-16b Stmt	13,113			
	c Other professional fees (attach sch) L-16c Stmt	447,525			
	17 Interest	96,281			
	18 Depreciation (attach schedule) and depletion	39,597			
	19 Occupancy	176,784			
	20 Travel, conferences, and meetings	679,173			
	21 Printing and publications				
	22 Other expenses (attach schedule) See Line 23 Stmt	1,483,052			
	24 Total operating and administrative expenses. Add lines 13 through 23	4,824,203			
	25 Contributions, gifts, grants paid				
	26 Total expenses and disbursements. Add lines 24 and 25	4,824,203			
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-4,121,541				
b Net investment income (if negative, enter 0)		29,945			
c Adjusted net income (if negative, enter 0)			29,945		

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end of year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non interest bearing	145,660	42,955	42,955
	2 Savings and temporary cash investments	2,725,276	1,640,350	1,640,350
	3 Accounts receivable ▶ 35,657			
	Less allowance for doubtful accounts ▶ 0	51,926	35,657	35,657
	4 Pledges receivable ▶ 2,958,095			
	Less allowance for doubtful accounts ▶	6,318,043	2,958,095	2,958,095
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	36,343	2,823	2,823
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
LIABILITIES	11 Investments – land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ 235,364			
	Less accumulated depreciation (attach schedule) L-14 Stmt ▶ 132,937	109,766	102,427	102,427
	15 Other assets (describe ▶ See Other Assets Stmt)	8,206	17,026	17,026
	16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)	9,395,220	4,799,333	4,799,333
	17 Accounts payable and accrued expenses	783,994	309,648	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
FUND ASSETS OR	23 Total liabilities (add lines 17 through 22)	783,994	309,648	
	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 <input checked="" type="checkbox"/>			
	24 Unrestricted	2,293,183	1,531,590	
	25 Temporarily restricted	6,318,043	2,958,095	
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31 <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	8,611,226	4,489,685	
	31 Total liabilities and net assets/fund balances (see instructions)	9,395,220	4,799,333	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end of year figure reported on prior year's return)	1	8,611,226
2	Enter amount from Part I, line 27a	2	-4,121,541
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,489,685
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b) line 30	6	4,489,685

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate 2 story brick warehouse or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month day year)	(d) Date sold (month day year)
1 a				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (column (h) gain minus column (k), but not less than 0) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter 0 in Part I line 7 </div>		2	
3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I line 8, column (c) (see instructions) If (loss) enter 0 in Part I line 8 </div>		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year. See instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable use assets	(d) Distribution ratio (column (b) divided by column (c))
2000			
1999			
1998			
1997			
1996			

2 Total of line 1, column (d)	2	
3 Average distribution ratio for the 5 year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable use assets for 2001 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI. Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in Section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic organizations that meet the Section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	599
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under Section 511 (domestic Section 4947(a)(1) trusts and taxable foundations only. Others enter 0)		2	0
3 Add lines 1 and 2		3	599
4 Subtitle A (income) tax (domestic Section 4947(a)(1) trusts and taxable foundations only. Others enter 0)		4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter 0		5	599
6 Credits/Payments			
a 2001 estimated tax pmts and 2000 overpayment credited to 2001	6a	900	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	900	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	4	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	297	
11 Enter the amount on line 10 to be: Credited to 2002 estimated tax <input type="checkbox"/> 297 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities</i>		X
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (Section 4955) imposed during the year: (1) On the organization <input type="checkbox"/> \$ _____ (2) On organization managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers <input type="checkbox"/> \$ _____		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of Section 508(e) (relating to Sections 4941 through 4945) satisfied either: • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> _____ <u>Delaware, Massachusetts</u>		
b If the answer is 'Yes' to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the organization claiming status as a private operating foundation within the meaning of Section 4942(j)(3) or 4942(j)(5) for calendar year 2001 or the taxable year beginning in 2001 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>	X	
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	X	
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application? Web site address <input type="checkbox"/> _____	X	
12 The books are in care of <input type="checkbox"/> <u>Robert Schwartz, President</u> Telephone no <input type="checkbox"/> <u>(617) 496-6300</u> Located at <input type="checkbox"/> <u>8 Story Street, 1st Floor, Cambridge, MA</u> ZIP + 4 <input type="checkbox"/> <u>02138</u>		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here <input type="checkbox"/> and enter the amount of tax exempt interest received or accrued during the year <input type="checkbox"/> 13		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies

1 a During the year did the organization (either directly or indirectly)(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No(6) Agree to pay money or property to a government official? (Exception Check 'No' if the organization agreed to make a grant to or to employ the official for a period after termination of government service if terminating within 90 days) ☐ Yes ☒ No**b** If any answer is 'Yes' to 1a(1) (6), did any of the acts fail to qualify under the exceptions described in Regulations Section 53.4941(d) 3 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2001?**2** Taxes on failure to distribute income (Section 4942) (does not apply for years the organization was a private operating foundation defined in Section 4942(j)(3) or 4942(j)(5))**a** At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001? ☐ Yes ☒ NoIf 'Yes' list the years ☐ 20__ ☐ 19__ ☐ 19__ ☐ 19__**b** Are there any years listed in 2a for which the organization is not applying the provisions of Section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying Section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)**c** If the provisions of Section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here☐ 20__ ☐ 19__ ☐ 19__ ☐ 19__**3 a** Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?☐ Yes ☒ No**b** If 'Yes,' did it have excess business holdings in 2001 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5 year period (or longer period approved by the Commissioner under Section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10, 15, or 20 year first phase holding period? (Use Schedule C, Form 4720 to determine if the organization had excess business holdings in 2001)**4 a** Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?**b** Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2001?**5 a** During the year did the organization pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (Section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see Section 4955) or to carry on directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in Section 509(a)(1), (2), or (3), or Section 4940(d)(2)? ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1) (5), did any of the transactions fail to qualify under the exceptions described in Regulations Section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant?

If 'Yes,' attach the statement required by Regulations Section 53.4945 5(d)

6 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?

If you answered 'Yes' to 6b, also file 8870

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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 and deferred compensation	(e) Expense account, other allowances
Robert Schwartz 30 Lake Avenue, Newton Centre, MA 02459	President 40 hrs	173,500	15,647	0
see attached list of noncompensated persons	various various	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions) If 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 and deferred compensation	(e) Expense account other allowances
Jean Slattery 4268 Eat Mercer Way Mercer Is WA 98040	VP Corporate Affairs 40 hrs	125,500	10,400	0
Matthew Gandal 4716 Drummond Ave Chevy Chase MD 20815	VP-D c Office 40 hrs	125,300	13,494	0
Ronn Robinson 4268 East Mercer Mercer Is WA 98040	Director Benchmarking 40 hrs	132,000	13,494	0
Joanne Eresh 9800 Gadle Ridge Ter Aptl Rockville MA 20850	Sr assoc benchmarking 40 hrs	88,750	9,100	0

Total number of other employees paid over \$50,000

None

3 Five highest-paid independent contractors for professional services – (see instructions) If none, enter 'None'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Jean Slattery Mass	Educational consulting	58,622
Sheila A Byrd Mass	Educational consulting	196,923

Total number of others receiving over \$50,000 for professional services

None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 Benchmarking Standards see attachment	877,092
2 Mathematics Achievement Partnership see attachment	611,156
3 Standards database and website see attachment	400,000
4 Public Leadership see attachment	1,062,326

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____ _____	
2 _____ _____	
All other program related investments See instructions	
3 _____ _____	
Total Add lines 1 through 3	

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1 a	0
b Average of monthly cash balances	1 b	2,100,505
c Fair market value of all other assets (see instructions)	1 c	3,116,028
d Total (add lines 1a, b and c)	1 d	5,216,533
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	0
3 Subtract line 2 from line 1d	3	5,216,533
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,248
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,138,285
6 Minimum investment return Enter 5% of line 5	6	256,914

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part)

1 Minimum investment return from Part X, line 6		1	
2a Tax on investment income for 2001 from Part VI, line 5	2 a		
b Income tax for 2001 (This does not include the tax from Part VI)	2 b		
c Add lines 2a and 2b		2 c	
3 Distributable amount before adjustments Subtract line 2c from line 1		3	
4a Recoveries of amounts treated as qualifying distributions	4 a		
b Income distributions from section 4947(a)(2) trusts	4 b		
c Add lines 4a and 4b		4 c	
5 Add lines 3 and 4c		5	
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d) line 26	1 a	4,784,606
b Program related investments — Total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,784,606
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	4,784,606

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2000				
a Enter amount for 2000 only			0	
b Total for prior years 20 __, 19 __, 19 __				
3 Excess distributions carryover, if any, to 2001				
a From 1996	0			
b From 1997	0			
c From 1998	0			
d From 1999	0			
e From 2000	0			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2001 from Part XII, line 4 ▶ \$ 0				
a Applied to 2000, but not more than line 2a				
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2001 distributable amount				
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see instructions		0		
e Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount — see instructions			0	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 1996 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 1997	0			
b Excess from 1998	0			
c Excess from 1999	0			
d Excess from 2000	0			
e Excess from 2001	0			

Part XIV Private Operating Foundations (see instructions and Part VII A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation and the ruling is effective for 2001, enter the date of the ruling ▶

b Check box to indicate whether the organization is a private operating foundation described in Section ☒ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	(e) Total
	29,945	34,442	5,628	3,684	73,699
b 85% of line 2a	25,453	29,276	4,784	3,131	62,644
c Qualifying distributions from Part XII line 4 for each year listed	4,784,606	3,712,335	3,247,234	1,714,693	13,458,868
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	4,784,606	3,712,335	3,247,234	1,714,693	13,458,868
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test — enter					
(1) Value of all assets	4,799,333	9,395,220	5,562,662	4,935,697	24,692,912
(2) Value of assets qualifying under Section 4942(j)(3)(B)(i)	4,799,333	9,395,220	5,562,662	4,935,697	24,692,912
b Endowment' alternative test — Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c Support' alternative test — enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (Section 512(a)(5)) or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in Section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year.)**1 Information Regarding Foundation Managers**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See Section 507(d)(2)).
none

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
none

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs

Check here ☐ if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include
n/a

c Any submission deadlines
n/a

d Any restrictions or limitations on awards such as by geographical areas, charitable fields, kinds of institutions, or other factors
n/a

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Total			3a	
<i>b Approved for future payment</i>				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income (see instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a	Benchmarking					405,665
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	29,945	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e).				29,945	405,665
13	Total. Add line 12, columns (b), (d), and (e).				29,945	435,610

(See worksheet in the instructions for line 13 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2001

Name of Organization

Achieve, Inc

Employer Identification Number

52-2006429

Organization type (check one)

Filers of

Form 990 or 990-EZ

Section

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990 PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **general rule** or a **special rule** (**Note** Only a Section 501(c)(7) (8) or (10) organization can check box(es) for both the general rule and a special rule — see instructions)

General Rule —

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

Special Rules —

- ☐ For a Section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms (Complete Parts I and II)
- ☐ For a Section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III)
- ☐ For a Section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the general rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ► \$ _____

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

BAA

Schedule B (Form 990 990-EZ, or 990-PF) (2001)

Achieve Inc.
EIN 52-2006429
June 30, 2002

Attachment to Form 990-PF Part 1 ,line 1
Contributions Valued at \$5,000 or More

<u>Name and Address of Contributor</u>	<u>Date of Gift</u>	<u>Amount of Gift</u>	<u>Description of Property</u>
Boeing P O Box 3707 MS 14-50 Seattle, WA 98124-2207	08-Nov-01	\$25,000	Cash
Prudential Foundation 951 Broad Street Newark, NJ 07102-3777	05-Oct-02	\$25,000	Cash
Bill & Melinda Gates Foundation P O Box 23350 Seattle, Washington 98102	05-Oct-01	\$25,000	Cash
Washington Mutual Foundation 1201-3rd Ave Seattle, WA 98101	18-Oct-01	\$10,000	Cash
Williams One Williams Center P O Box 2400 MD49-3 Tulsa, OK 74102	19-Oct-01	\$100,000	Cash
Net Change in Present Value Discount		\$82,052	
		<u>\$267,052</u>	

Underpayment of Estimated Tax by Corporations

► See separate instructions
► Attach to the corporation's tax return

2001Name
Achieve, IncEmployer Identification Number
52-2006429

Note In most cases, the corporation **does not** need to file Form 2220 (See Part I below for exceptions.) The IRS will figure any penalty owed and bill the corporation. If the corporation does not need to file Form 2220, it may still use it to figure the penalty. Enter the amount from line 36 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Reasons for Filing — Check the boxes below that apply to the corporation. If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty. If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty.

- 1 ☐ The corporation is using the annualized income installment method
 2 ☐ The corporation is using the adjusted seasonal installment method
 3 ☐ The corporation is a 'large corporation' figuring its first required installment based on the prior year's tax

Note The corporation also must file Form 2220 if it has a suspended research credit allowed for the current year (see the instructions for line 4) or it is an indirectly affected taxpayer (see instructions).

Part II Figuring the Underpayment

4 Total tax (see instructions)	4	599
5a Personal holding company tax (Schedule PH (Form 1120) line 26) included on line 4	5a	
b Look back interest included on line 4 under Section 460(b)(2) for completed long term contracts or Section 167(g) for depreciation under the income forecast method	5b	
c Credit for federal tax paid on fuels (see instructions)	5c	
d Total Add lines 5a through 5c	5d	
6 Subtract line 5d from line 4. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	6	599
7 Enter the tax shown on the corporation's 2000 income tax return. Caution See instructions before completing this line.	7	689
8 Enter the smaller of line 6 or line 7. If the corporation must skip line 7, enter the amount from line 6.	8	599

	(a)	(b)	(c)	(d)	
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers Use 5th month), 6th, 9th, and 12th months of the corporation's tax year. Exception Enter October 1, 2001, instead of September 15, 2001.	9	11/15/01	12/15/01	03/15/02	06/15/02
10 Required installments. If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 40. If the box on line 3 (but not 1 or 2) is checked, see the instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 8 above in each column.	10	149	150	150	150
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15. Complete lines 12 through 18 of one column before going to the next column.	11			900	
12 Enter amount, if any, from line 18 of the preceding column.	12				451
13 Add lines 11 and 12.	13			900	451
14 Add amounts on lines 16 and 17 of the preceding column.	14		149	299	0
15 Subtract line 14 from line 13. If zero or less, enter 0.	15		0	601	451
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter 0.	16		149	0	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18.	17	149	150		
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column.	18			451	

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) <i>(Form 990-PF and Form 990-T filers Use 5th month instead of 3rd month)</i>	See Stmt			
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2001 and before 7/1/2001				
22 Underpayment on line 17 $\times \frac{\text{Number of days on line 21}}{365} \times 8\%$				
23 Number of days on line 20 after 6/30/2001 and before 1/1/2002				
24 Underpayment on line 17 $\times \frac{\text{Number of days on line 23}}{365} \times 7\%$				
25 Number of days on line 20 after 12/31/2001 and before 4/1/2002				
26 Underpayment on line 17 $\times \frac{\text{Number of days on line 25}}{365} \times 6\%$				
27 Number of days on line 20 after 3/31/2002 and before 7/1/2002				
28 Underpayment on line 17 $\times \frac{\text{Number of days on line 27}}{365} \times \text{ } \%$				
29 Number of days on line 20 after 6/30/2002 and before 10/1/2002				
30 Underpayment on line 17 $\times \frac{\text{Number of days on line 29}}{365} \times \text{ } \%$				
31 Number of days on line 20 after 9/30/2002 and before 1/1/2003				
32 Underpayment on line 17 $\times \frac{\text{Number of days on line 31}}{365} \times \text{ } \%$				
33 Number of days on line 20 after 12/31/2002 and before 2/16/2003				
34 Underpayment on line 17 $\times \frac{\text{Number of days on line 33}}{365} \times \text{ } \%$				
35 Add lines 22, 24, 26, 28, 30, 32 and 34				
36 Penalty Add columns (a) through (d), of line 35. Enter the total here and on Form 1120 line 33, Form 1120 A, line 29, or the comparable line for other income tax returns			36	4

***For underpayments paid after March 31, 2002.** For lines 28, 30, 32 and 34 use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS web site at www.irs.gov. You can also call 1 800 829 1040 to get interest rate information.

Depreciation and Amortization
(Including Information on Listed Property)
▶ See separate instructions
▶ Attach to your tax return

OMB No. 1545-0172

2001
67

Name(s) Shown on Return

Achieve, Inc

Identifying Number

52-2006429

Business or Activity to Which This Form Relates

Form 990-PF page 1

Part I Election to Expense Certain Tangible Property Under Section 179

Note If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See instructions for a higher limit for certain businesses	1	\$24,000
2	Total cost of Section 179 property placed in service (see instructions)	2	
3	Threshold cost of Section 179 property before reduction in limitation	3	\$200,000
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter 0	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter 0. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of Section 179 property Add amounts in column (c) lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2000 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10 but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2002 Add lines 9 and 10 less line 12	13	

Note Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)

14	Special depreciation allowance for certain property (other than listed property) acquired after September 10, 2001 (see instructions)	14	
15	Property subject to Section 168(f)(1) election (see instructions)	15	
16	Other depreciation (including ACRS) (see instructions)	16	

Part III MACRS Depreciation (Do not include listed property) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2001	17	34,988
18	If you are electing under Section 168(i)(4) to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

Section B - Assets Placed in Service During 2001 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3 year property						
b 5 year property						
c 7-year property		32,259	7	MM	S/L	4,609
d 10 year property						
e 15 year property						
f 20 year property						
g 25 year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			27.5 yrs	MM	S/L	
			39 yrs	MM	S/L	

Section C - Assets Placed in Service During 2001 Tax Year Using the Alternative Depreciation System

20a Class life				S/L	
b 12 year			12 yrs	S/L	
c 40 year			40 yrs	MM	S/L

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	39,597
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to Section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)

Note For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A — Depreciation and Other Information (Caution See instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed?					<input type="checkbox"/> Yes	<input type="checkbox"/> No	24b If 'Yes' is the evidence written?			<input type="checkbox"/> Yes	<input type="checkbox"/> No
(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected Section 179 cost			
25 Special depreciation allowance for listed property acquired after September 10, 2001 and used more than 50% in a qualified business use (see instructions)								25			
26 Property used more than 50% in a qualified business use (see instructions)											
27 Property used 50% or less in a qualified business use (see instructions)											
28 Add amounts in column (h) lines 25 through 27. Enter here and on line 21, page 1								28			
29 Add amounts in column (i) line 26. Enter here and on line 7, page 1								29			

Section B — Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other more than 5% owner, or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1	(b) Vehicle 2	(c) Vehicle 3	(d) Vehicle 4	(e) Vehicle 5	(f) Vehicle 6
30 Total business/investment miles driven during the year (do not include commuting miles — see instructions)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?						
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C — Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		
Note If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles.		

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code Section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2001 tax year (see instructions)					
43 Amortization of costs that began before your 2001 tax year					43
44 Total. Add amounts in column (f). See instructions for where to report					44

- ▶ Attach to return

Name
Achieve, Inc

Employer Identification No
52-2006429

CPCV1401 SCR 02/01/02

Miscellaneous Statement

Part X, Line 4

It is anticipated that all organization cash
will be used for educational and charitable
purposes and related administrative expenses

Total

Form 990 PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Contracted services	725,601			
Project administration				
Equipment maintenance	17,092			
Office supplies/services	413,947			
Miscellaneous	16,279			
Contribution to related party	310,133			
Total	1,483,052			

Form 990-PF, Page 1, Part I, Line 16a

L-16a Stmt

Line 16a - Legal Fees: Name of Provider	Type of Service Provided	Amount Paid
Hurwit & Assoc	various legal services	45,941
Crow and Brian	various legal services	3,364
Bromberg	various legal services	119
D Moskowitz	various legal services	3,515
Total		52,939

Form 990-PF, Page 1, Part I, Line 16b

L-16b Stmt

Line 16b - Accounting Fees: Name of Provider	Type of Service Provided	Amount Paid
Cicoria & Company	Audit and Tax Prep	9,746
BDO Seidman	Accounting	3,367
Total		13,113

Form 990-PF, Page 1, Part I, Line 16c

L-16c Stmt

Line 16c - Other Professional Fees: Name of Provider	Type of Service Provided	Amount Paid
see a/s	see a/s	447,525
Total		447,525

Form 990 PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
see attached	235,364	132,937	102,427

Form 990-PF, Page 2, Part II, Line 14
L-14 Stmt

Continued

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
Total	<u>235,364</u>	<u>132,937</u>	<u>102,427</u>

Form 990 PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets	End of Year	
	Book Value	Fair Market Value
Security deposits	<u>17,026</u>	<u>17,026</u>
Total	<u>17,026</u>	<u>17,026</u>

Supporting Statement of

Form 990-PF, p1/Line 18(a)-1

Description	Amount
PAYROLL TAXES	96,281
Total	96,281

JUNE 30 2002

ACHIEVE INC

990PF

LINE 16c

Acct	Account Name	TB02
415	MAP Contracted Services	218,619
475	MAP Legal	6,164
701	DB & W Prod Dev Initial	0
715	DB&W Contracted Services	31,592
716	DB & W Engineering Mindse	0
718	DB & Inputting & Proofing	4,273
730	DB & W Royalty	0
775	DB&W Legal	0
2015	Public Lead Contracted Se	151,532
7110	PC & Network Servicing	23,787
705	DB & W Hosting	236
2040	Public Lead Research	222
2045	Public Lead Authors/Resea	11,100

		447,525
		=====

JUNE 30 2002

ACHIEVE INC

990PF

ACHIEVE INC.
52-2006429
Depreciation Schedule
June 30, 2002

Description	Date Acquired	Cost	Life	Method	F/Y 2001	F/Y 2001	F/Y 2002	F/Y 2002
					Depreciation	Accumulated Depreciation	Depreciation	Accumulated Depreciation
130- Computer equipment								
HP1000c deskjet	10/22/97	524	36	sl	104	524	0	524
Peripherals	05/11/98	532	36	sl	160	532	0	532
IBM computers	01/01/98	41,438	36	sl	9,669	41,438	0	41,438
IBM computers-5	10/01/98	15,677	36	sl	5,226	14,370	1,307	15,677
IBM computers-6	06/30/99	14,297	36	sl	4,766	9,531	4,766	14,297
IBM computers-6	06/30/00	34,634	36	sl	11,545	11,545	11,545	23,089
IBM-TP-t21	03/08/01	2,424	36	sl	269	269	808	1,077
IBM Think Pads-5	06/01/01	21,271	36	sl	591	591	7,090	7,681
Laser jet-Seattle	08/11/00	871	36	sl	266	266	290	556
		131,668			32,596	79,066	25,806	104,872
134- Leasehold improvements								
Marcom wiring	01/28/98	9,657	84	sl	1,380	4,713	1,380	6,093
DC improvements	04/30/01	10,504	84	sl	375	375	1,501	1,876
		20,161			1,755	5,088	2,880	7,968
136- furniture/fixtures								
Furniture-DC	10/22/97	475	84	sl	68	249		249
Furniture-mass	10/31/97	6,684	84	sl	955	3,501		3,501
Furniture-DC	02/24/98	1,921	84	sl	274	914	274	1,189
Furniture-DC	03/21/98	274	84	sl	39	127	39	166
Furniture-DC	04/01/98	985	84	sl	141	458	141	598
Furniture-DC	04/01/98	330	84	sl	47	153	47	200
Furniture-DC	08/31/99	1,561	84	sl	223	409	223	632
Furniture-DC	04/30/00	1,683	84	sl	240	281	240	521
Furniture-DC	05/31/00	4,160	84	sl	594	644	594	1,238
Furniture-mass	01/01/01	32,124	84	sl	2,295	2,295	4,589	6,884
Furniture-seattle	07/13/00	1,079	84	sl	155	155	154	309
Office suites system	07/01/01	12,887	84	sl			1,841	1,841
Office suites system	07/01/01	11,540	84	sl			1,649	1,649
Office system	07/01/01	2,867	84	sl			410	410
Chairs	07/01/01	4,965	84	sl			709	709
		83,535			5,032	9,185	10,911	20,096
TOTAL		235,364			39,382	93,340	39,597	132,937

ACHIEVE, INC.

52-2006429

JUNE 30, 2002

ATTACHMENT 1 TO Form 990-PF, PART IX-A

Summary of Direct Charitable Activities When the nation's Governors and business leaders agreed to create Achieve at the 1996 National Education Summit, they asked the organization to serve as a clearing house and resource center to states on education standards, assessment, and accountability issues, provide advice, assistance, and public leadership on these issues, and report annually on the progress of states and business leaders in moving the standards agenda forward. In 1998 Achieve launched four major activities to accomplish this mission:

- 1) **Benchmarking Standards** Governors and corporate leaders want to know how the expectations their education systems are developing for their students match up against what other states and nations expect, especially those states and nations whose educational performance exceeds their own. In order to respond to this need, Achieve developed comprehensive benchmarking and alignment processes and reporting for helping states benchmark their standards and assessments against the best available national and international exemplars. Benchmarking, policy review and alignment projects have been successfully done in various states. \$877,092
- 2) **Mathematics Achievement Partnership** In FY98, Achieve worked to create an **Assessment Consortium**. The Consortium continued work in FY99 resulting in Achieve and ten states forming a partnership to tie middle school math teaching and testing to common, internationally challenging standards. The original states involved were Illinois, Indiana, Maryland, Massachusetts, Michigan, New Hampshire, North Carolina, Vermont, Washington, Wisconsin. By common agreement, the Assessment Consortium was renamed to the Mathematics Achievement Partnership ("MAP") with a charter to respond to the weaknesses in middle school math performance exposed by the recent Third International Mathematics and Science Study (TIMSS). In FY00, the partnership identified instructional materials and professional development to help students and teachers prepare for a rigorous eighth grade assessment. MAP focused on the fundamental areas that form the core expectations in middle school in high-achieving countries. They amount to the underpinnings of algebra and geometry: equations, formulas, two-dimensional geometry, measurement, proportionality, exponents, roots, radicals, slope, and congruence and similarity. The MAP initiative developed the following: (1) a model syllabus outlining content from sixth grade to eighth grade to help students and teachers prepare for the new exam, (2) advice, based in part on research in other countries, about textbooks and other materials that align with course content, (3) guidance on designing high-quality training for teachers, and (4) the design of an internationally benchmarked assessment to be given near the end of eighth grade that will inform parents, educators, employers, and policymakers of how well students are mastering the foundations of algebra and geometry. \$611,156
- 3) **Standards Database and Website** The Achieve Standards Database on the Achieve Website is the centerpiece of our effort to become a major national clearinghouse on standards, assessments, and accountability systems. Started in 1998, the Website is designed to provide electronic access to an on-line database of quality information about standards, assessments, and accountability systems. The design core of the site is a standards database of actual state standards organized by grade level and subject. The database is searchable. While many Websites contain state standards, the Achieve site is the only one that permits users to make direct comparisons of all state standards on-line by grade level, by academic category, and by key word. Achieve is making the Standards Database available free to individuals via the Achieve Website. Achieve is also making the Database available over the Internet, for a fee, to organizations who need to align products or services with state standards. \$400,000
- 4) **Public Leadership** From the outset Achieve has believed that one of its principal missions is to help build public understanding and support for standards-based reform. During the past year Achieve Board members, senior associates and staff have participated in dozens of public speaking engagements across the nation giving us the opportunity to spread the word about the importance of high quality standards and assessments and the technical assistance and services that Achieve can provide to states to help them meet the commitments made at the Summit. \$1,062,326

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NOTICE is hereby given That the Annual Report For the fiscal year ended June 30, 2002 of Achieve, Inc a Resource Center on Standards, Assessment, Accountability & Technology is available at the office of Achieve, Inc 8 Story Street 1st Floor, Cambridge, MA 02138 for inspection during regular Business hours by any citizen who requests it within 180 days after the date of this publication (Tel 617 496-6300)

Jonathan Realty Company, (617) 929-1990, will be opening our subsidized waiting lists on 12/30/02 at 8a.m. We will be accepting applications for 0, 1, 2, & 3 bedroom apartments. All lists will close on 1/17/03. Applications must be received in the office or postmarked on or before 1/17/03



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Form **8868**

(December 2000)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time to File an
Exempt Organization Return**

OMB No 1545-1709

▶ File a separate application for each return

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

Note. Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Part I Automatic 3-Month Extension of Time** — Only submit original (no copies needed)**Note: Form 990-T corporations requesting an automatic 6-month extension — check this box and complete Part I only** ☐

All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization		Employer Identification Number	
	Achieve, Inc		52-2006429	
	Number, Street, and Room or Suite Number. If a P.O. Box, see instructions			
	8 Story Street, First Floor			
	City, Town or Post Office. For a foreign address, see instructions		State	ZIP Code
	Cambridge		MA	02138

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

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990 BL | <input type="checkbox"/> Form 990 T (Section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990 EZ | <input type="checkbox"/> Form 990 T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990 PF | <input type="checkbox"/> Form 1041 A | <input type="checkbox"/> Form 8870 |

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

1 I request an automatic 3-month (6 month, for 990-T corporation) extension of time until Feb 18, 20 03, to file the exempt organization return for the organization named above. The extension is for the organization's return for▶ ☐ calendar year 20____ or▶ ☒ tax year beginning Jul 1, 20 01, and ending Jun 30, 20 022 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

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

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

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

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, and that I am authorized to prepare this form.

Signature ▶ Sharon B. Steele

Title ▶ Accountant/Agent

Date ▶ 11/01/02

BAA For Paperwork Reduction Act Notice, see instructions

Form 8868 (12-2000)

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