efil	e GR/	APHIC print - DO NOT PROCESS As Filed Data -		DLI	N: 93493316041483
	99	Return of Organization Exempt From	Income [·]	Тах	OMBNo 1545-0047
Form	33	Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue benefit trust or private foundation)			2012
	ient of the Revenue S	The ergenization may have to use a conviolithic return to estudy of	ate reporting	requirement	Open to Public Inspection
		012 calendar year, or tax year beginning 01-01-2012 , 2012, and ending 12-31	-2012		
	eck if ap Tress cha	TALQUIN ELECTRIC COOPERATIVE INC			identification number
	ne chan	Doing Business As		59-0474	475
_	ial returr				
	minated	Number and street (or P O box if mail is not delivered to street address) POST OFFICE BOX 1679	e	E Telephone	number
·	ended re	etum City or town, state or country, and ZIP + 4		(850)62	7-7651
		QUINCY, FL 323531679			
i vh	hication	F Name and address of principal officer			ipts \$ 122,610,360
		TRACY BENSLEY GENERAL MANAGER	H(a) Is the affilia	is a group rei ites?	turn for Ves 🔽 No
		POST OFFICE BOX 1679 QUINCY,FL 323531679			
		2011101,1E 020001070			ncluded? 「Yes 「No list (see instructions)
I Ta	x-exemp	ot status			
		▶ WWW TALQUINELECTRIC COM	H(c) Grou	ıp exemption	number 🕨
		anization 🔽 Corporation 🗍 Trust 🗍 Association 🗍 Other 🕨	L Year of fo	rmation 1940	M State of legal domicile FL
Ра	rt I	Summary			
		riefly describe the organization's mission or most significant activities O PROVIDE ELECTRIC SERVICE TO MEMBERS			
3	-				
lan	_				
Governance	2 C	heck this box 🏹 if the organization discontinued its operations or disposed o	t assets		
3			- 1		
ж сл		umber of voting members of the governing body (Part VI, line 1a)		· –	3 9 4 9
Activitie		umber of independent voting members of the governing body (Part VI, line 1b) otal number of individuals employed in calendar year 2012 (Part V, line 2a) .			5 203
fig –		otal number of volunteers (estimate if necessary)		F	6
ব		otal unrelated business revenue from Part VIII, column (C), line 12			7a 0
		et unrelated business taxable income from Form 990-T, line 34			7b
			Prio	r Year	Current Year
-	8	Contributions and grants (Part VIII, line 1h)		10,672	2 11,065
Binne	9	Program service revenue (Part VIII, line 2g)		128,972,109	9 121,945,153
Revenue	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		1 587,723	
-	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line		623,000	0 0
	12	12)		130,462,122	2 122,543,941
	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3) \ldots .		14,662	2 11,065
	14	Benefits paid to or for members (Part IX, column (A), line 4) \ldots .		1,796,19	5 2,058,977
\$	15	Salarıes, other compensation, employee benefits (Part IX, column (A), lines 5–10)		1,968,302	2 2,011,208
Ext) enses	16a	Professional fundraising fees (Part IX, column (A), line 11e)		,,	0
ХD6	b	Total fundraising expenses (Part IX, column (D), line 25) $\blacktriangleright_{0}^{0}$			
ш	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	:	123,707,017	7 114,611,493
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)		127,486,176	
	19	Revenue less expenses Subtract line 18 from line 12		2,975,946	5 3,851,198
Net Assets or Fand Bafances				g of Current 'ear	End of Year
ssel Jafa	20	Total assets (Part X, line 16)		238,307,299	241,023,584
91 A.	21	Total liabilities (Part X, line 26)		140,522,256	
žĒ	22	Net assets or fund balances Subtract line 21 from line 20		97,785,043	3 101,552,933
Pa	t II	Signature Block			

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

Sign Here		**** nature of officer GENE KANIKOVSKY DIRECTOR OF FINANCIAL SERVICES pe or print name and title							
Paid	Print/Type preparer's name RYAN M TUCKER CPA		Preparer's signature						
Prepare	r	Firm's name 🕨 PURVIS GRAY & COMPANY LLP							
Use Onl		Fırm's address ► 443 EAST COLLEGE AVENUE							
		TALLAHASSEE, FL 32301							

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

For Paperwork Reduction Act Notice, see the separate instructions.

Form	n 990 (2012)				Page 2
Par		nt of Program Service A hedule O contains a response	ccomplishments to any question in this Part III		
1	Briefly describe t	he organization's mission			
<u>TO F</u>	PROVIDE ELECTRI	C SERVICE TO MEMBERS			
2	the prior Form 990		ogram services during the year e O		∏Yes ☑ No
3		on cease conducting, or make s	agnificant changes in how it con	ducts, any program	∏Yes 🔽 No
	If "Yes," describe	these changes on Schedule O			
4	expenses Section		omplishments for each of its thro nizations are required to report program service reported		
4a	(Code) (Expenses \$	including grants of \$) (Revenue \$)
	TO PROVIDE ELECTR	IC SERVICES TO MEMBERS			
4b	(Code) (Expenses \$	including grants of \$) (Revenue \$)
4 c	(Code) (Expenses \$	including grants of \$) (Revenue \$)
4d	Other program s	ervices (Describe in Schedule (ן ר ו		
τu	(Expenses \$		grants of \$) (Revenue \$)
4 e	Total program se				,
-10		ттас слренэсэ г			Form 990 (2012)

	t IV Checklist of Required Schedules		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes,"</i> complete Schedule A	1	Tes	No
2	Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	2		No
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	3		No
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>	4		
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>	5		No
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If</i> " <i>Yes," complete Schedule D, Part 1</i>	6		No
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i> D	7		No
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes,"</i> complete Schedule D, Part III	8		No
9	Did the organization report an amount in Part X, line 21 for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV	9		No
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i> 😨	10		No
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable			
а	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI. 😨	11a	Yes	
b	Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII 🔂	11b		No
С	Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>	11c	Yes	
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	11d		No
е	Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X $m{v}$	11e	Yes	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	11f	Yes	
12a	Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII 🐨	12a		No
b	Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional 😼	12b	Yes	
13	Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E \ldots	13		No
14a	Did the organization maintain an office, employees, or agents outside of the United States? \ldots \ldots \ldots	14a		No
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV	14b		No
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>	15		No
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>	16		No
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I (see instructions)</i> .	17		No
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	18		No
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If</i> "Yes," complete Schedule G, Part III	19		No
20a	Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H	20a		No
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?	204		

Page **3**

Par	t IV Checklist of Required Schedules (continued)			
21	Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i> 🔞	21	Yes	
22	Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22		No
23	Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	23	Yes	
24a	Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>	24a		No
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
с	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? \ldots .	24d		
25a	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If</i> " <i>Yes," complete Schedule L, Part I</i>	25a		
b	Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If</i> " <i>Yes," complete Schedule L, Part I</i> .	25b		
26	Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>	26		No
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III	27		No
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions)			
а	A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28a		No
b	A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV	28b		No
с	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	28c	Yes	
29	Did the organization receive more than $$25,000$ in non-cash contributions? If "Yes," complete Schedule M .	29		No
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>	30		No
31	Dıd the organızatıon lıquıdate, termınate, or dıssolve and cease operations? <i>If "Yes," complete Schedule N,</i> Part I	31		No
32	DId the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If</i> "Yes," complete Schedule N, Part II	32		No
33	Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301 7701-2 and 301 7701-3? <i>If "Yes," complete Schedule R, Part I</i>	33		No
34	Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	34	Yes	
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	Yes	
b	If 'Yes' to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> 😨	35b	Yes	
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36		
37	Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI 😨	37		No
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19 ⁷ Note. All Form 990 filers are required to complete Schedule O	38	Yes	

Form **990** (2012)

Form	990 (2012)			Page 5
Pa	rt V Statements Regarding Other IRS Filings and Tax Compliance			_
	Check if Schedule O contains a response to any question in this Part V	•	 	[N-
1a	Enter the number reported in Box 3 of Form 1096 Enter -0- if not applicable 1a 225		Yes	No
	Enter the number of Forms W-2G included in line 1a <i>Enter -0-</i> if not applicable 1b 0			
	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable			
2a	gaming (gambling) winnings to prize winners?	1c		
	by this return			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)	2b	Yes	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year? \ldots .	3a		No
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O	3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		No
b	If "Yes," enter the name of the foreign country 🕨 See instructions for filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts			
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? \cdot .	5a		No
	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		No
	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?			
-		5c		
	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a	Yes	
Ь	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	Yes	
7	Organizations that may receive deductible contributions under section 170(c).			
а	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
с	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		
d	If "Yes," indicate the number of Forms 8282 filed during the year 7d			
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? \cdot .	7f		
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	_		
9	Sponsoring organizations maintaining donor advised funds.	8		
a	Did the organization make any taxable distributions under section 4966?	9a		
- b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10	Section 501(c)(7) organizations. Enter			
а	Initiation fees and capital contributions included on Part VIII, line 12 10a			
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities			
11	Section 501(c)(12) organizations. Enter			
а	Gross income from members or shareholders			
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)			
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
	If "Yes," enter the amount of tax-exempt interest received or accrued during the year 12b			
13	Section 501(c)(29) qualified nonprofit health insurance issuers.			
а	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O	13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans			
с	Enter the amount of reserves on hand			
	Did the organization receive any payments for indoor tanning services during the tax year?	14a		No
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b		

Form	990 (2012)			Page 6
Par	t VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7 "No" response to lines 8a, 8b, or 10b below, describe the circumstances, processes, or chang See instructions.			ıle O.
	Check if Schedule O contains a response to any question in this Part VI	•••	• •	<u></u>
Se	ection A. Governing Body and Management			
4			Yes	No
та	Enter the number of voting members of the governing body at the end of the tax year			
	If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O			
b	Enter the number of voting members included in line 1a, above, who are independent			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	Yes	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		No
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4		No
5	Did the organization become aware during the year of a significant diversion of the organization's assets? $$.	5		No
6	Did the organization have members or stockholders?	6	Yes	
7a	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	Yes	
b	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	Yes	
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following			
а	The governing body?	8a	Yes	
b	Each committee with authority to act on behalf of the governing body?	8b	Yes	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O	9		No
				NO
<u>Se</u>	ction B. Policies (This Section B requests information about policies not required by the Internal R	_	ie Cod	
Se	ection B. Policies (This Section B requests information about policies not required by the Internal R	_	ie Cod Yes	
	ction B. Policies (This Section B requests information about policies not required by the Internal R	_		e.)
10a		eveni		e.) No
10a b	Did the organization have local chapters, branches, or affiliates?	evenu 10a		e.) No
10a b 11a	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b	Yes	e.) No
10a b 11a b 12a	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b	Yes	e.) No
10a b 11a b 12a b	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a	Yes	e.) No
10a b 11a b 12a b	Did the organization have local chapters, branches, or affiliates?	10a 10b 11a 12a	Yes Yes	e.) No
10a b 11a b 12a b	Did the organization have local chapters, branches, or affiliates?	10a 10b 11a 12a 12b	Yes Yes Yes	e.) No
10a b 11a b 12a b c	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c	Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13	Yes Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13	Yes Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15 a	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13 14	Yes Yes Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15 a b	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13 14 15a	Yes Yes Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15 a b 16a	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13 14 15a	Yes Yes Yes Yes Yes Yes	e.) No
10a b 11a b 12a b c 13 14 15 a b 16a	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13 14 15a 15b	Yes Yes Yes Yes Yes Yes	e.) No No
10a b 11a b 12a b c 13 14 15 a b 16a b	Did the organization have local chapters, branches, or affiliates?	evenu 10a 10b 11a 12a 12b 12c 13 14 15a 15b 16a	Yes Yes Yes Yes Yes Yes	e.) No No

18	Section 6104 requires an organization to make its Form 1023 (or 1024 if applicable), 990, and 990-T (501(c) (3)s only) available for public inspection. Indicate how you made these available. Check all that apply
	🔽 O wn website 🔽 A nother's website 🔽 U pon request 🔽 O ther (explain in Schedule O)
19	Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of

interest policy, and financial statements available to the public during the tax year
 State the name, physical address, and telephone number of the person who possesses the books and records of the organization
 EUGENE KANIKOVSKY 1640 WEST JEFFERSON STREET QUINCY, FL (850)627-7651

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

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees 1a Complete this table for all persons required to be listed Report compensation for the calendar year ending with or within the organization's tax year

◆ List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation Enter -0- in columns (D), (E), and (F) if no compensation was paid

• List all of the organization's current key employees, if any See instructions for definition of "key employee "

• List the organization's five **current** highest compensated employees (other than an officer, director, trustee or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations

• List all of the organization's **former** officers, key employees, or highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations

• List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

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

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

week (list any hours			than on is	one bot	not box h an	chec (, unle) offic ustee	ess er	(D) Reportable compensation from the organization	(E) Reportable compensation from related organizations	(F) Estimated amount of other compensation
	for related organizations below dotted line)	Individual trustee or director	Institutional Trustee	Officei	Key employee	Highest compensated employee	Former	(W- 2/1099- MISC)	(W- 2/1099- MISC)	from the organization and related organizations
(1) JOSEPH ALEXANDER	11 50	х		x				28,300	0	0
SEC/TREASURE (2) BOBBY STRICKLAND	11 50									
	9 00	х						26,950	0	0
TRUSTEE (3) CARRIE DURDEN	9 00 9 50									
VICE-PRESID	9 50	х		х				24,300	0	0
(4) SAMUEL FENN	10 00									
TRUSTEE	10 00	х						24,250	0	0
(5) DAVID WRIGHT	8 00	v						21,200	0	0
TRUSTEE	8 00	х						21,300	0	0
(6) WILLIAM VANLANDINGHAM	7 50	x						20,600	0	0
TRUSTEE	7 50	~								
(7) CLIFFORD BRISTOL	2 50	x						19,900	0	0
TRUSTEE (8) MALLORY GREEN	2 50 10 00									
PRESIDENT	10 00	х		х				19,400	0	0
(9) DOUGLAS BRUCE	10 00									
TRUSTEE	1 50	х						16,700	0	0
(10) TRACY BENSLEY	27 50			x				265,396	0	50,926
GENERAL MANA	27 50							,		
	27 50			х				165,292	0	59,934
DIR FINANCI (12) TIMOTHY WADDLE	27 50 0 00									
DIR WATER S	46 50				X			171,401	0	75,377
(13) WILLIAM MAY	48 00					x		218,690	0	12,720
DIR COOPERA										,0
(14) KENNETH COWEN	48 00					x		164,813	0	69,776
DIR ADMIN S (15) DWIGHT CALLAHAN	42 00									
DIR INFORMA	12 00					x		138,007	0	48,724
(16) JEREMY NELMS	50 00									
DIR ENGINEE						X		121,942	0	30,313
(17) ALLEN SHEPARD	48 00					x		119,594	0	96,603
DIR OPERATI	0 00							117,394		
										Form 990 (2012)

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

(A) Name and Title		(B) A verage hours per week (list any hours	more f	(C)(D)(E)Position (do not check more than one box, unless person is both an officer and a director/trustee)(D)(E)Reportable compensation from the organization (W- organization MCcompensation from the organization (W- organization MC								compensat N- from the					
		for related organizations below dotted line)		Cfficei Officei Institutional Trustee Individual trustee or director		Former Highest compensated employee		2/1099-MISC)	2/1099-MISC)		ganızatı relate organıza	ed					
											+						
											+						
											+						
				<u> </u>													
				-							+						
				<u> </u>													
											_						
											_						
1b	Sub-Total			•				►									
С	Total from continuation shee	-			•	•	•	•									
d	Total (add lines 1b and 1c)							•	1,566,835				444,373				
2	Total number of individuals (i \$100,000 of reportable comp						d abov	e) w	ho received more th	an							
										_		Yes	No				
3	Did the organization list any to on line 1a? If "Yes," complete										3		No				
4	For any individual listed on li organization and related orga	ne 1a, is the sum	ofrepo	rtabl	e co	mpe	nsatio	n and	d other compensatio	on from the							

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person . 5

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation					
ASPLUNDH TREE EXPERT CO PO BOX 532729 ATLANTA GA 303532729	TREE TRIMMING	1,660,719					
PIKE ELECTRIC INC PO BOX 1000 DEPT 517 MEMPHIS TN 381480517	ELECTRIC CONTR	1,108,688					
TREES INC 1700 SOLUTIONS CENTER CHICAGO IL 60677	RIGHT OF WAY	1,013,640					
AON RISK SERVICES INC 75 REMITTANCE DRIVE CHICAGO IL 60675	RISK MANAGEMENT	678,405					
LEWIS TREE SERVICE INC DEPT NO 886 BUFFALO NY 14267	TREE TRIMMING	477,847					
2 Total number of independent contractors (including but not limited to those listed above) who received more than							

\$100,000 of compensation from the organization 19

4

Yes

Νo

Form	990	(2012)	
1 01111	550	(2012)	

Part VIII Statement of Revenue

		Check If Sched	ule O contains a respoi	nse to any question	in this Part VIII	<u> </u>	<u></u>	<u></u>
					(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
	1a	Federated cam	paıgns 1a					
Ints	ь	Membership du	les 1b					
013 D01	c	Fundraising ev						
Ar A								
Giff İlar	d	Related organiz	zations 1d					
in s	e	Government grant	s (contributions) 1e					
L S L	f	All other contributions and a similar amounts include	ons, gifts, grants, and 1f	11,065	İ			İ
the th	a		ions included in lines					
Contributions, Gifts, Grants and Other Similar Amounts	y y	1a-1f \$						
ŝ Ĉ	h	Total. Add line:	s1a-1f	· · · 🕨	11,065			
9				Business Code				
enu	2a	SALE ELECTRICITY	,	221000	119,391,873	119,391,873		
Неч	Ь	CAPITAL CREDITS		900099	1,918,439			1,918,439
	с	POLE RENTAL		532000	634,841			634,841
еrм	d							
8 E	e							
Program Service Revenue	f	All other progra	am service revenue					
ጜ	g	Total Add line	s 2a-2f		121,945,153			
	3		come (including dividen					+
		and other simil	ar amounts)	· · · · •	557,668			557,668
	4		stment of tax-exempt bond	· · · · ·				
	5	Royalties .		· · · ►				
	62	Gross rents	(I) Real	(II) Personal				
	b	Less rental						
	c	expenses Rental income						
		or (loss)						
	d	Net rental inco	me or (loss)					
	7a	Gross amount	(I) Securities	(II) Other				
		from sales of assets other		96,474				
		than inventory						
	Ь	Less cost or other basis and		66,419				
	c	sales expenses Gaın or (loss)		30,055				
	d	Net gain or (los	ss)		30,055			30,055
	8a	Gross income f	from fundraısıng					
Other Revenue		events (not inc \$ of contributions See Part IV, lir	s reported on line 1c)					
her	ь	Less directex	penses b					
ō	с		(loss) from fundraising					
	9a		from gaming activities ne 19 a					
	ь	Less dırectex						
	с	Net income or	(loss) from gamıng actı	vities				
	10a	Gross sales of returns and allo						
	Ь	Less costofg	oods sold b					
	с	Net income or	(loss) from sales of inv	entory 🕨 🕨				
		Mıscellaneou	s Revenue	Business Code				
	11a							
	b							
	С							
	d	All other reven		L				
	e	Total. Add line:	s11a-11d	· · · •				
	12	Total revenue.	See Instructions .	· · · · 🕨	122,543,941	119,391,873		3,141,003
-						. •		Form 990 (2012)

Form 990 (2012) Part IX Statement of Functional Expenses

Section 50	D1(c)(3) and 501(c)(4) organizations must complete all columns All	other organizati	ons must comp	lete column (A)	
	Check if Schedule O contains a response to any question in this Pa	rtIX			
	clude amounts reported on lines 6b, , and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
	nts and other assistance to governments and organizations he United States See Part IV, line 21	11,065			
	nts and other assistance to individuals in the ted States See Part IV, line 22				
orga	nts and other assistance to governments, anizations, and individuals outside the United tes See Part IV, lines 15 and 16				
4 Ben	nefits paid to or for members	2,058,977			
	mpensation of current officers, directors, trustees, and employees	990,026			
(as	npensation not included above, to disqualified persons defined under section 4958(f)(1)) and persons cribed in section 4958(c)(3)(B)				
	ner salaries and wages	1,021,182			
	nsion plan accruals and contributions (include section 401(k) I 403(b) employer contributions)				
9 Oth	er employee benefits				
10 Pay	roll taxes				
	s for services (non-employees)				
a Mar	nagement				
b Leg					
-	counting				
	bying				
	fessional fundraising services See Part IV, line 17				
	estment management fees				
g Oth colu	ner (If line 11g amount exceeds 10% of line 25, umn (A) amount, list line 11g expenses on nedule O)				
	vertising and promotion				
	prmation technology				
	valties				
	cupancy				
18 Pay	vel				
	te, or local public officials				
	nferences, conventions, and meetings				
	erest	5,952,323			
-	ments to affiliates				
	preciation, depletion, and amortization	7,415,980			
	urance				
mis	ner expenses Itemize expenses not covered above (List icellaneous expenses in line 24e If line 24e amount exceeds 10% ine 25, column (A) amount, list line 24e expenses on Schedule O)				
	ST OF POWER	77,497,282			
	STRIB EXPENSE -MAINTEN	9,581,458			
	MINISTRATIVE AND GENERA	5,914,407			
	STRIB EXPENSE - OPERAT	5,216,326			
	other expenses	3,033,717			
	al functional expenses. Add lines 1 through 24e	118,692,743	0	0	
-	nt costs. Complete this line only if the organization	110,052,745			
repo edu	orted in column (B) joint costs from a combined icational campaign and fundraising solicitation Check e ► _ if following SOP 98-2 (ASC 958-720)				
					orm 990 (2012

Part X Balance Sheet

Beginning of year Edd of year 1 Cesh-non-intrest-beams 1.426.02 1 3.427.091 2 Savings and temporary cash investments 3 3.427.091 3 4 Accounts receivable, net 3 3 3 4 Accounts receivables from current and former officers, directors, trustees, key services, and hopkers complexated melyees: complexe part of 1.426.02 4 1.3.027.420 5 Loans and other receivables from other disqualined persons (as defined under section strustees, key services and sponsoring organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations of section 5.01 (x19) voluntary employees baneficiary organizations for sections tructors 1.006.045.00 7 0.668.300 10 Lass deferred charges								,
I Cash-mon-interast-beam 1.455.670 1 3.601.861 2 Savings and temporary cash investments 2 2 3 Predges and grants receivable, net 1.405.670 1 3.601.861 4 Accounts receivables, net 1.405.670 1 3.001.861 5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L 5 6 Loans and other receivables from other disqualified persons (as defined under section 4958 (ft)), persona deschede in section 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (ft) (b), persona 4958 (f						(A) Beginning of vear		(B) End of year
2 Sevings and temporary cash investments 2 3 Pledges and grants receivable, net 3 4 Accounts receivables, net 3 5 Loans and other receivables from current and former officers, directors, trustees, key softward in the receivables from other disqualined persons (as defined under section 4958 (cl) 2018), and controluting employees and sponsoning organizations of section 4958 (cl) 2018, and controluting employees in and personing organization 51 (cl) (cl) (cl) voluntary employees beneficiary and points of a section 4958 (cl) 2018), and controluting employees in and points on a decimed of the receivable te art 11 of Schedule L 6 7 Notes and detimed charges 3.302, 764 8 1.307, 766 8		1	Cash_pop_interact_bearing				1	
3 Pledges and grants receivable, net 3 4 A counts receivables from current and former officers, directors, trustees, key employees, and inghest compensated employees. Complete Part II of Schedule L 4 5 Loans and other receivables from other disgualified persons (as defined under section 4935(f)(1) // betsons described in described in section 4935(f)(1) // betsons described in described in section 4935(f)(1) // betsons described in described in described in described in described in described in described in described in described in described in described in described in described in described in described in describ			_			1,420,020	_	0,021,001
4 Accounts receivable, net 14.006,488 4 13.207,420 5 Lears and other receivables from current and former officers, trustees, key schedule 1 5 5 6 Lears and other receivables from other disqualified persons (se dafined under section 45.56(12) (3), and complete Part II of Schedule 1 5 6 7 Notes and loans receivable, net								
S Loses and other receivables from current and former officers, trustees, key sendores, and highest compensated employees. Complete Part II of Schedule L S 6 Loses and other receivables from other discustified persons (as defined under section 50 S(r(1))) receivables from other discustified persons (as defined under section 50 S(r(1))) receivables from other discustified persons (as defined under section 50 S(r(1))) receivables from other discustified persons (as defined under section 50 S(r(1))) receivables from other discustified persons (as defined under section 50 S(r(1))) receivables persons of section 50 I(r(1)) voluntary employees benefic.tay organizations (see netroactions) Complete Part II of Schedule L 6 7 Notes and loans receivable, net. 0.043,983 7 6 E558,380 8 Investments-receivable, net. 0.043,983 7 6 E558,380 9 Prepaid expenses and defired charges 0.043,984 10.040,993,984 10.040,993,984 10 Lose accumulated depreciation 10.0 200,005,949 10.040,993,984 10.040,993,984 10.040,993,984 11 Investments-publicly traded securities 10.0 10.040,993,984 10.040,993,984 10.040,993,984 10.040,993,984 10.040,993,984 10.040,993,994 12 Investments-publicly traded securities 10.040,993,994 10.040,993,994 10.040,993,994 10.040,993,994 <td></td> <td></td> <td></td> <td></td> <td>• •</td> <td>44,000,400</td> <td>_</td> <td>10 007 100</td>					• •	44,000,400	_	10 007 100
employees, and highest compensated employees Complete Part II of Schedule L 5 5 6 Loans and other receivables from other disqualified persons (as defined under section 4958(f(1)), persons described in section 4958(c(13)(B), and contributing employees and sponsoring organizations of section 930(c(19) voluntary employees' beneficiary organizations (see instructions) Complete Part II of Schedule L 6 7 Notes and loans receivable, net 6.043.563 7 6.6685,800 8 Inventories for sale or use 1.307.409 8 1.322,724 9 Preval de zeneses and deferred charges 3.301.946 1.322,724 10 230.0015.949 10 1.307.409 8 1.322,724 11 Investments-publicity traded securities 11 1.307.409 8 1.322,724 12 Investments-program-related Sec Part IV, Ine 11 1.41 1.10 1.10 13 Investments-program-related Sec Part IV, Ine 11 200.007,728 16 241.003,544 13 Total assets. Add lines 1 through 15 (must equal line 34) 200.007,728 16 241.003,544 14 Intanguble assets 110 200.007,728 16 241.003,544 14 Intanguble assets 110 200.007,728 16 241.003,544 15<		-			• •	14,066,489	4	13,297,420
4958(f(1)), persons described in section 4958(c)(3)(8), and contributing employers organizations (see instructions) Complete Part II of Schedule L 6 7 Nates and loans receivable, net		5	employees, and highest compensated employees Complete	Part II			5	
8 Inventores for sale or use 1.387:480 8 1.323:744 9 Prepriot expenses and deferred charges 3.322:632 9 3.301,946 10a 238.035,949 10b 238.035,949 10c 170,546,373 11 Investments—publicly traded securities 11 11 12 11 Investments—publicly traded securities 11 12 11 13 Investments—publicly traded securities 13 41,968,070 14 Investments—program-related See Part IV, line 11 12 14 15 Other assets See Part IV, line 11 13 11,964,752 16 Total assets Add lines 1 through 15 (must equal line 34) 238,307,269 16 241,023,504 19 Deferred revenue 19 12 11,947,752 16 241,023,504 20 Tax-exempt bond liabilities 20 21 20 22 21 Escrew or curvatid af merre officers, directors, trustees, key employees, highest compensated employees, and disqualified persons 21 22 22 Loans and other payable to current and former officers, directors, trustees, key employees, highest compensated time p	șts	6	4958(f)(1)), persons described in section 4958(c)(3)(B), and and sponsoring organizations of section 501(c)(9) voluntary	d contr emplo	ubuting employers		6	
8 Inventores for sale or use 1.387:480 8 1.328:784 9 Prepriot expenses and deferred charges 3.302:682 9 3.301:946 10a 238:035:949 10b 238:035:949 10c 170:548:373 11 Investments—publicly traded securities 11 11 11 11 Investments—publicly traded securities 11 12 11 13 Investments—publicly traded securities 11 12 11 14 15 11 12 11 15 13 41,968,070 14 15 16 Total assets 58:e Part IV, line 11 12 12 12 16 Total assets 40 intes 1 through 15 (must equal line 34) 208:307.289 16 241,023.584 19 Deferred revenue 19 11 11,647.732 17 11,647.732 21 Escrew or custodial account liability Complete Part IV of Schedule D 21 22 22 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compenseted employees, and disqualified peresens 22	ŝ	7	Notes and loans receivable net			6 043 563	-	6 658 390
9 Prepaid expenses and deferred charges 3.352,832 9 3.352,832 9 3.301,846 10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D 10a 228.035,940 1 11 Investments—publicly traded securities 111 112 1 12 Investments—publicly traded securities 111 122 13 Investments—program-related See Part IV, line 11 122 1 14 Intransplite assets 14 12 15 Other assets See Part IV, line 11 13 41,968.070 16 Total assets. Add lines 1 through 15 (must equal line 34) 238,307,269 16 241.023.584 16 Total assets. Add lines 1 through 15 (must equal line 34) 203 11 11.947,752 18 Grants payable and accrued expenses 12 11 12 20 Tax-exempt bond liabilities 20 12 11.947,752 21 Losina on other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified 22 22	Å.					. ,	-	
10a Land, buildings, and equipment cost or other basis Complete Part VI of Schedule D 10a 238.035.949 b Less accumulated depreciation 10b 67.498.575 171.599.381 10c 170.546.373 11 Investments—publicly traded securities 11 11 11 12 Investments—porgram-related See Part IV, line 11 12 11 13 Investments—porgram-related See Part IV, line 11 440.482.166 13 441.686.070 14 15 Other assets 14 15 16 Total assets. Add lines 11 through 15 (must equal line 34) 288.307.269 16 241.023.584 19 Deferred revenue 19 20 27.72.138 17 11.647.752 21 Counts payable and accrued expenses . . 19 21 22 Loans and other payable to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified parts, and disqualified persons 24 24 23 Secured mortgages and notes payable to unrelated third parties, and disqualified parties, and disqualified 24 24 <tr< td=""><td></td><td>_</td><td></td><td></td><td></td><td>. ,</td><td>-</td><td></td></tr<>		_				. ,	-	
b Less accumulated depreciation 10b 67.489.576 171.569.361 10c 170.546.373 11 Investments—publicly traded secunities . <td></td> <td>_</td> <td>Land, buildings, and equipment cost or other basis</td> <td></td> <td> </td> <td></td> <td></td> <td>0,001,040</td>		_	Land, buildings, and equipment cost or other basis					0,001,040
11 Investments—publicly traded securities 11 12 Investments—program-related See Part IV, line 11 12 13 Investments—program-related See Part IV, line 11 40.482,168 13 41,968,070 14 Intrangible assets 14 15 14 15 Other assets See Part IV, line 11 12 13 16 Total sessets 14 15 17 Accounts payable and accrued expenses 12,772,138 17 11,647,752 18 Grants payable 19 20 241,023,584 19 Deferred revenue 19 20 20 Tax-exempt bond liabilities 20 21 21 Escrow or custodial account liability Complete Part IV of Schedule D 21 22 22 Secured motages and notes payable to unrelated third parties 24 22 23 Scure motages and notes payable to unrelated third parties 24 22 24 Unsecured notes and loans payable to unrelated third parties 24 22 25 Other liabilities of noticuded on lines 17-24 (Complete Part X of Schedule D 26 139,470.651 <td></td> <td>Ь</td> <td></td> <td>10b</td> <td>67,489,576</td> <td>171,569,361</td> <td>10c</td> <td>170,546,373</td>		Ь		10b	67,489,576	171,569,361	10c	170,546,373
12 Investments-other securities See Part IV, line 11 12 13 Investments-program-related See Part IV, line 11 40,462.166 13 41,968.070 14 Intangible assets . 14 . 14 15 Other assets See Part IV, line 11 . . 15 . 16 Total assets. Add lines 1 through 15 (must equal line 34) 15 . 17 Accounts payable and accrued expenses . <td></td> <td>11</td> <td></td> <td></td> <td>· · ·</td> <td></td> <td>11</td> <td></td>		11			· · ·		11	
13 Investments—program-related See Part IV, line 11 40.462.165 13 41,968.070 14 Intangible assets								
14 Intangible assets 14 15 Other assets See Part IV, line 11 15 16 Total assets. Add lines 1 through 15 (must equal line 34) 289,307,299 16 241,023,584 17 Accounts payable and accrued expenses 12,772,138 17 11,647,752 18 Grants payable 13 11 11,647,752 19 Deferred revenue 19 20 20 Tax-exempt bond liabilities 20 21 21 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons 22 22 Secured mortgages and notes payable to unrelated third parties 22 23 Secured mortgages and notes payable to unrelated third parties 24 25 Other liabilities. Add lines 17 through 25 140,522,266 26 139,470,651 24 Unrestricted net assets 27 27 27 28 Temporarily restricted net assets 27 28 29 27 29 Organizations that follow SFAS 117 (ASC 958), check here ▶ r and complete lines 30 through 34. 211,825 211,825 <						40.482.165		41.968.070
15 Other assets See Part IV, line 11 15 16 Total assets. Add lines 1 through 15 (must equal line 34) 236,307,299 16 241,023,684 17 Accounts payable and accrued expenses 12,772,136 17 11,647,752 18 Grants payable 12 12,772,136 17 11,647,752 18 Grants payable 19 20 20 20 20 Tax-exempt bond liabilities 20 21 20 21 21 Escrow or custodial account liability Complete Part IV of Schedule D 21 22 22 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L 21 22 22 23 Secured mortgages and notes payable to unrelated third parties 24 20 21 24 Unsecured notes and loans payable to unrelated third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D 24 20 25 Total liabilities. Add lines 17 through 25 140,522.556 26 138,470,651 26 Total liabilities. Add lines 33 and 34. 27 27<								
16 Total assets. Add lines 1 through 15 (must equal line 34)								
17 Accounts payable and accrued expenses 12,772,136 17 11,647,752 18 Grants payable 10 11 11,647,752 19 Deferred revenue 10 10 10 20 Tax-exempt bond liabilities 20 20 20 21 Escrow or custodial account liability Complete Part IV of Schedule D 20 21 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L 22 22 23 Secured mortgages and notes payable to unrelated third parties 118,640,540 23 119,399,368 24 Unsecured notes and loans payable to unrelated third parties 24 24 24 25 Other liabilities not included on lines 17-24) Complete Part X of Schedule 9,109,580 25 8,423,531 26 Total liabilities Add lines 17 through 25 140,652,256 26 139,470,651 27 Unrestricted net assets 27 28 29 27 28 Temporarily restricted net assets 29 29 29 29 29 29 29 <td></td> <td></td> <td></td> <td></td> <td></td> <td>238 307 200</td> <td></td> <td>241 023 584</td>						238 307 200		241 023 584
18 Grants payable 18 19 Deferred revenue 19 20 Tax-exempt bond habilities 20 21 Escrow or custodial account liability Complete Part IV of Schedule D 21 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L 22 23 Secured mortgages and notes payable to unrelated third parties 24 25 Other liabilities (incluing federal income tax, payables to related third parties, and other liabilities included on lines 17-24) Complete Part X of Schedule D 24 26 Total liabilities. Add lines 17 through 25 140.522.256 26 139.470.661 27 Unrestricted net assets 27 27 28 28 Temporarily restricted net assets 28 29 29 0rganizations that follow SFAS 117 (ASC 958), check here ▶ [7 and complete lines 30 through 34. 211.815 30 211.225 30 Capital stock or trust principal, or current funds 211.815 30 211.225 31 Paid-in or capital surplus, or land, building or equipment fund 1.049.408 31 966.691 33						. ,		
Secure of the secure of th				12,172,130		11,047,732		
20 Tax-exempt bond liabilities 20 21 Escrow or custodial account liability Complete Part IV of Schedule D 21 22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons 21 23 Secured mortgages and notes payable to unrelated third parties 22 24 Unsecured notes and loans payable to unrelated third parties 24 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D 9,109,580 25 8,423,531 26 Total liabilities. Add lines 17 through 25 140,522,256 26 139,470,651 27 Unrestricted net assets 27 27 28 29 Organizations that follow SFAS 117 (ASC 958), check here ▶ raid complete lines 27 through 29, and lines 33 and 34. 29 211,225 29 Organizations that do not follow SFAS 117 (ASC 958), check here ▶ raid complete lines 30 through 34. 211,815 30 211,225 30 Capital stock or trust principal, or current funds 211,815 32 201,0375,017 31 Paid-in or capital surplus, or land, building or equipment fund 1,049,400								
21 Escrow or custodial account liability Complete Part IV of Schedule D								
22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons Complete Part II of Schedule L								
Image: Second Secon	ŝ						21	
24 Unsecured notes and loans payable to unrelated third parties 24 24 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D 9,109,580 25 8,423,531 26 Total liabilities. Add lines 17 through 25 140,522,256 26 139,470,651 27 Organizations that follow SFAS 117 (ASC 958), check here ▶ and complete lines 27 through 29, and lines 33 and 34. 27 27 28 Temporarily restricted net assets 28 29 29 Organizations that do not follow SFAS 117 (ASC 958), check here ▶ and complete lines 30 through 34. 29 29 Organizations that do not follow SFAS 117 (ASC 958), check here ▶ and complete lines 30 through 34. 211,815 30 211,225 30 Capital stock or trust principal, or current funds 1,049,409 31 966,691 31 Paid-in or capital surplus, or land, building or equipment fund 1,049,409 31 966,691 32 Retained earnings, endowment, accumulated income, or other funds 96,523,819 32 100,375,017 33 Total liabilities and net assets/fund balances 238,307,299 34 241,023,584 <		22	key employees, highest compensated employees, and disqua					
24 Unsecured notes and loans payable to unrelated third parties 24 24 25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D 9,109,580 25 8,423,531 26 Total liabilities. Add lines 17 through 25 140,522,256 26 139,470,651 27 Organizations that follow SFAS 117 (ASC 958), check here ▶ and complete lines 27 through 29, and lines 33 and 34. 27 27 28 Temporarily restricted net assets 28 29 29 Organizations that do not follow SFAS 117 (ASC 958), check here ▶ and complete lines 30 through 34. 29 29 Organizations that do not follow SFAS 117 (ASC 958), check here ▶ and complete lines 30 through 34. 211,815 30 211,225 30 Capital stock or trust principal, or current funds 1,049,409 31 966,691 31 Paid-in or capital surplus, or land, building or equipment fund 1,049,409 31 966,691 32 Retained earnings, endowment, accumulated income, or other funds 96,523,819 32 100,375,017 33 Total liabilities and net assets/fund balances 238,307,299 34 241,023,584 <	<u>le</u>							
25O ther liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	<u> </u>	23				118,640,540	23	119,399,368
and other labilities not included on lines 17-24) Complete Part X of Schedule D		24	Unsecured notes and loans payable to unrelated third parties			24		
26Total liabilities. Add lines 17 through 25140,522,25626139,470,651Organizations that follow SFAS 117 (ASC 958), check here ▶ r and complete lines 27 through 29, and lines 33 and 34.272727Unrestricted net assets2728Temporarily restricted net assets2829Permanently restricted net assets29Organizations that do not follow SFAS 117 (ASC 958), check here ▶ r and complete lines 30 through 34.2930Capital stock or trust principal, or current funds211,81530Capital stock or trust principal, or current funds1,049,40931966,69132Retained earnings, endowment, accumulated income, or other funds96,523,81933Total net assets or fund balances97,785,04334Total liabilities and net assets/fund balances238,307,29934241,023,584		25	and other liabilities not included on lines 17-24) Complete F	9,109,580	25	8.423.531		
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Unrestricted net assets27Unrestricted net assets2728Temporarily restricted net assets2829Permanently restricted net assets29Organizations that do not follow SFAS 117 (ASC 958), check here ► 🗸 and complete lines 30 through 34.2930Capital stock or trust principal, or current funds211,81530Capital stock or trust principal, or current funds1,049,40931Paid-in or capital surplus, or land, building or equipment fund1,049,40932Retained earnings, endowment, accumulated income, or other funds96,523,81933Total net assets or fund balances97,785,04334Total liabilities and net assets/fund balances238,307,29934241,023,584						,022,200	20	
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29Permanently restricted net assets29Organizations that do not follow SFAS 117 (ASC 958), check here > v and complete lines 30 through 34.2930Capital stock or trust principal, or current funds211,81531Paid-in or capital surplus, or land, building or equipment fund1,049,40932Retained earnings, endowment, accumulated income, or other funds96,523,81933Total net assets or fund balances97,785,04334Total liabilities and net assets/fund balances238,307,29934241,023,584	Juc	27					27	
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Complete lines 30 through 34.Capital stock or trust principal, or current funds211,81530211,22530Capital stock or trust principal, or current funds1,049,40931966,69131Paid-in or capital surplus, or land, building or equipment fund1,049,40931966,69132Retained earnings, endowment, accumulated income, or other funds96,523,81932100,375,01733Total net assets or fund balances97,785,04333101,552,93334Total liabilities and net assets/fund balances238,307,29934241,023,584	n							
30Capital stock or trust principal, or current funds211,81530211,22531Paid-in or capital surplus, or land, building or equipment fund1,049,40931966,69132Retained earnings, endowment, accumulated income, or other funds96,523,81932100,375,01733Total net assets or fund balances97,785,04333101,552,93334Total liabilities and net assets/fund balances238,307,29934241,023,584	للہ بے				J			
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33 Total net assets or fund balances 97,785,043 33 101,552,933 34 Total liabilities and net assets/fund balances 238,307,299 34 241,023,584	é					1,049,409	31	966,691
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34 Total liabilities and net assets/fund balances	ъ́							
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		<u> </u>	· · · · · · · · · · · · · · · · · · ·					

Form	990	(201	2)
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Par	t XI Reconcilliation of Net Assets Check If Schedule O contains a response to any question in this Part XI				ম	
1	Total revenue (must equal Part VIII, column (A), line 12)					
		1		122,5	543,941	
2	Total expenses (must equal Part IX, column (A), line 25)	2		118,6	592,743	
3	Revenue less expenses Subtract line 2 from line 1					
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	3		3,8	351,198	
•		4		97,7	785,043	
5	Net unrealized gains (losses) on investments	5				
6	Donated services and use of facilities	6				
7	Investment expenses	7				
8	Prior period adjustments	8				
9	O Cher changes in net assets or fund balances (explain in Schedule O)					
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10		101,5	552,933	
	t XII Financial Statements and Reporting Check If Schedule O contains a response to any question in this Part XII	• •		 Yes		
				res		
1	Accounting method used to prepare the Form 990 Cash Accrual Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O					
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?		2a		No	
	If 'Yes,' check a box below to indicate whether the financial statements for the year were compiled or revie a separate basis, consolidated basis, or both	ewed on				
	☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis					
b	Were the organization's financial statements audited by an independent accountant?		2b	Yes		
	If 'Yes,' check a box below to indicate whether the financial statements for the year were audited on a sep basis, consolidated basis, or both	arate				
	F Separate basis F Consolidated basis F Both consolidated and separate basis					
С	If "Yes," to line 2a or 2b, does the organization have a committee that assumes responsibility for oversig audit, review, or compilation of its financial statements and selection of an independent accountant?	ht of the	2c	Yes		
	If the organization changed either its oversight process or selection process during the tax year, explain Schedule O	IN				
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in th Single Audit Act and OMB Circular A-133?	ne	Зa		No	
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	required	3b			

efile GRAPHIC p	orint - DO NOT PROCESS As F	iled Data -			DLN: 93493316041483
CHEDULE D					OMB No 1545-0047
Form 990)	Supplemen	tal Financi	al Statements		2012
epartment of the Treasury emal Revenue Service	Part IV, line 6, 7, 8, 9, 1	10, 11a, 11b, 11c	ered "Yes," to Form 990 , 11d, 11e, 11f, 12a, or : parate instructions.		Open to Public Inspection
Name of the organi	zation			Emp	loyer identification number
FALQUIN ELECTRIC COC					0474475
	izations Maintaining Donor Adv ation answered "Yes" to Form 990			unds	or Accounts. Complete if the
Organiz			or advised funds		(b) Funds and other accounts
Total number at	t end of year				
Aggregate cont	ributions to (during year)				
Aggregate gran	ts from (during year)				
Aggregate valu	e at end of year				
	ation inform all donors and donor advise rganization's property, subject to the or			nor advi	ised Ves No
used only for cl	ation inform all grantees, donors, and d haritable purposes and not for the bener ermissible private benefit?				
	rvation Easements. Complete if			o Forn	n 990, Part IV, line 7.
☐ Preservatio	onservation easements held by the org on of land for public use (e g , recreation of natural habitat		Preservation of ar		ically important land area d historic structure
🔽 Preservatio	on of open space				
	2a through 2d if the organization held a ne last day of the tax year	a qualified conse	ervation contribution in f	the forn	n of a conservation
					Held at the End of the Year
	f conservation easements			2a	
-	restricted by conservation easements servation easements on a certified histo	rie etructure in	sludad up (p)	2b	
Number of cons	servation easements included in (c) acc ire listed in the National Register		. ,	2c 2d	
	servation easements modified, transferi	red, released, ex	tinguished, or terminate	ed by th	ne organization during
Number of state	es where property subject to conservat	ion easement is	located 🕨		
Does the organ	nzation have a written policy regarding the conservation easements it holds?				violations, and Violations , and
Staff and volun	teer hours devoted to monitoring, inspe	cting, and enfor	cing conservation easer	ments c	luring the year
A mount of expe	enses incurred in monitoring, inspecting	g, and enforcing	conservation easement	s durin	g the year
	servation easement reported on line 2(d) above satisfy	the requirements of sec	tion 17	70(h)(4)(B)(1) 「Yes 「No
balance sheet,	escribe how the organization reports con and include, if applicable, the text of th n's accounting for conservation easeme	e footnote to the			
	izations Maintaining Collection ete if the organization answered "Y			or Ot	her Similar Assets.
a If the organizat works of art, his	tion elected, as permitted under SFAS 1 storical treasures, or other similar asse	.16 (ASC 958), ets held for publi	not to report in its reve c exhibition, education,	or rese	arch in furtherance of public
b If the organizat works of art, his	e, in Part XIII, the text of the footnote t tion elected, as permitted under SFAS 1 storical treasures, or other similar asse e the following amounts relating to thes	.16 (ASC 958), its held for publi	to report in its revenue	statem	ent and balance sheet
(i) _{Revenues I}	ncluded in Form 990, Part VIII, line 1				▶\$
	uded in Form 990, Part X				►\$
If the organizat	cion received or held works of art, histor nts required to be reported under SFAS				
Revenues inclu	ided in Form 990, Part VIII, line 1				▶\$
	d in Form 990, Part X				▶\$

For Paperwork Reduction A	Act Notice	coothe Instructions	for Form 000
FOR Paperwork Reduction A	ACE NOTICE,	see the instructions	TOF FORM 990.

Sche	dule D (Form 990) 2012											Page 2
Part	Organizations Maintaining Co	llections of Art,	His	storic	al Tr	eası	ures, or C)the	r Similar	Ass	ets (c	ontinued)
3	Using the organization's acquisition, access collection items (check all that apply)	ion, and other record	ls, cł	heck a	ny oft	he fol	lowing that	are a	sıgnıficant	:use o	ofits	
а	Public exhibition		d	Γ	Loan	orexc	hange prog	rams				
b	✓ Scholarly research		е	Г	Other							
с	Preservation for future generations											
ł	Provide a description of the organization's co Part XIII	ollections and explai	n hov	w they	furthe	r the	organızatıor	ı's ex	empt purpo	ose in		
5	During the year, did the organization solicit of assets to be sold to raise funds rather than t								nılar	Г	Yes	∏ No
Par	t IV Escrow and Custodial Arrang Part IV, line 9, or reported an an						n answere	ed "Y	es" to For	m 99	0,	
La	Is the organization an agent, trustee, custoc included on Form 990, Part X?						or other as	sets I	not	Г	Yes	∏ No
b	If "Yes," explain the arrangement in Part XII	I and complete the f	follov	wing ta	ıble		-					
							-			Amo	ount	
С	Beginning balance						-	1c				
d	Additions during the year						-	1d				
e	Distributions during the year						-	1e				
f	Ending balance						L	1f				
a	Did the organization include an amount on Fe	orm 990, Part X, line	21?)						Γ	Yes	
b	If "Yes," explain the arrangement in Part XII	I Check here if the e	expla	anatior	n has t	been p	provided in f	Part >	×III			Γ
Pa	rt V Endowment Funds. Complete											
_	Pegupung of year balance	(a)Current year	(b)Prior y	ear	b (c)⊺	wo years bac	k (d)	Three years b	iack (e) Four y	ears back
а ь	Beginning of year balance							-		+		
b c	Net investment earnings, gains, and losses							-				
C	Net myestment earnings, gams, and iosses									\square		
d	Grants or scholarships									$ \rightarrow$		
e	Other expenditures for facilities and programs											
f	Administrative expenses											
q	End of year balance							+				
	Provide the estimated percentage of the cur	rent year end balanc	e (lin	ne 1 a	colum	n (a))	held as	-				
а	Board designated or quasi-endowment ►	iene yeur end balane	e (m	ie 19,	corunn	(u))						
b	Permanent endowment											
С	Temporarily restricted endowment F The percentages in lines 2a, 2b, and 2c sho	uld equal 100%										
a	Are there endowment funds not in the posse organization by		tion	that a	re helc	and	admınıstere	d for	the		Yes	No
	(i) unrelated organizations									3a(i)	_	
	(ii) related organizations									3a(ii))	
b	If "Yes" to 3a(11), are the related organizatio	ns listed as required	on S	Schedu	ıle R?	•				3b		
	Describe in Part XIII the intended uses of th											
ar	t VI Land, Buildings, and Equipme	ent. See Form 990), Pa	-			(b)Cost or o	4h	(-) ((4) 0-	ok value
	Description of property				Cost or o (Investr		basis (othe		(c) Accumu depreciati		(a) BC	ok value
а	Land						2,550),333				2,550,333
b	Buildings		•				9,256	5,788	3,13	85,237		6,121,551
с	Leasehold improvements		•									
d	Equipment		•				222,920),343	64,35	54,339	15	58,566,004
е	Other		_				3,308	3 485				3 308 485

	Fotal. Add lines 1a through 1e	(Column (d) must equal Form 990, Part X, column (B), line 10(c).)	
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Schedule D (Form 990) 2012

170,546,373

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Part VII Investments-Other Securities. Se	e Form 990, Part X, line 1	2.	
(a) Description of security or category	(b) Book value	(c) Method of valuation	
(Including name of security) (1)Financial derivatives		Cost or end-of-year marke	
(2)Closely-held equity interests			
Other			
Total. (Column (b) must equal Form 990, Part X, col (B) line 12)			
Part VIII Investments—Program Related. S (a) Description of investment type	ee Form 990, Part X, line (b) Book value	13. (c) Method of valuation	n n
(a) Description of investment type		Cost or end-of-year marke	
(1) PATRONAGE CAPITAL	21,835,039	С	
(2) INVESTMENT IN TALQUIN WATER & WW	20,133,031	с	
Total. (Column (b) must equal Form 990, Part X, col (B) line 13)	▶ 41,968,070		
Part IX Other Assets. See Form 990, Part X,			
(a) Desc	ription	(b) Boo	ok value
Total. (Column (b) must equal Form 990, Part X, col.(B) line .			
Part XOther Liabilities. See Form 990, Part1(a) Description of liability	(b) Book value		
Federal income taxes			
ACCUMULATED POSTRETIREMENT BENEFITS	3,336,937		
CUSTOMER DEPOSITS	3,263,678		
DEFERRED CREDIT	1,822,916		
Total. (Column (b) must equal Form 990, Part X, col (B) line 25)	• 8,423,531		
	, ,		eports the

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

Sche	dule D (Form 990) 2012		Page 4
Par	t XI Reconciliation of Revenue per Audited Financial Statements With Revenue p	oer R	leturn
1	Total revenue, gains, and other support per audited financial statements	1	122,532,876
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12		
а	Net unrealized gains on investments		
Ь	Donated services and use of facilities		
с	Recoveries of prior year grants		
d	Other (Describe in Part XIII)		
е	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	122,532,876
4	Amounts included on Form 990, Part VIII, line 12, but not on line ${f 1}$		
а	Investment expenses not included on Form 990, Part VIII, line 7b . 4a		
b	Other (Describe in Part XIII)		
с	Add lines 4a and 4b	4 c	11,065
5	Total revenue Add lines 3 and 4c. (This must equal Form 990, Part I, line 12)......	5	122,543,941
Par	XIII Reconciliation of Expenses per Audited Financial Statements With Expenses	s per	Return
1	Total expenses and losses per audited financial statements	1	116,622,701
2	Amounts included on line 1 but not on Form 990, Part IX, line 25		
а	Donated services and use of facilities		
b	Prior year adjustments		
с	Other losses		
d	Other (Describe in Part XIII)		
е	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	116,622,701
4	Amounts included on Form 990, Part IX, line 25, but not on line 1 :		
а	Investment expenses not included on Form 990, Part VIII, line 7b 4a		
b	Other (Describe in Part XIII)]	
с	Add lines 4a and 4b	4 c	2,070,042
5	Total expenses Add lines 3 and 4c. (This must equal Form 990, Part I, line 18)	5	118,692,743
Par	t XIII Supplemental Information	•	·

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

Identifier	Return Reference	Explanation
LIABILITY UNDER FIN 48 FOOTNOTE	SCHEDULE D, PAGE 3, PART X	UNDER ACCOUNTING STANDARDS CODIFICATION (ASC) SECTION 740, INCOME TAXES, IT IS THE POLICY OF MANAGEMENT TO EVALUATE ITS TAX POSITIONS ON AN ONGOING BASIS AND TO DISCLOSE ANY SUCH POSITIONS IT BELIEVES WOULD HAVE A MATERIAL IMPACT ON THE FINANCIAL STATEMENTS AND RELATED NOTES MANAGEMENT ALSO BELIEVES THAT NO SUCH REQUIRED DISCLOSURES CURRENTLY EXIST THE COMPANIES ARE GENERALLY NO LONGER SUBJECT TO U S FEDERAL OR STATE INCOME TAX EXAMINATIONS BY TAX AUTHORITIES FOR YEARS BEFORE 2009 INTEREST OR PENALTIES ON UNRECOGNIZED TAX BENEFITS, IF ANY, ARE INCLUDED IN OPERATING EXPENSES
REVENUE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XI, LINE 4B	REVENUE RELATED TO TALQUIN ASSISTANCE PROGRAM 11,065
EXPENSE AMOUNTS INCLUDED ON RETURN - OTHER	SCHEDULE D, PAGE 4, PART XII, LINE 4B	EXPENSES RELATED TO TALQUIN ASSISTANCE PROGRAM 11,065 RETIREMENT OF CAPITAL BENEFITS PAID TO MEMBERS 2,058,977

(Form 990) Grants and Other Assistance to Organizations, Governments and Individuals in the United States Department of the Treasury Internal Revenue Service Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.	OMBNo 1545-0047
Governments and Individuals in the United States Department of the Treasury Internal Revenue Service Name of the organization TALQUIN ELECTRIC COOPERATIVE INC Imployer iden 59-0474475 PartI General Information on Grants and Assistance Imployer iden 59-0474475 PartII General Information on Grants and Assistance Imployer iden 59-0474475 PartII General Information on Grants and Assistance Imployer iden 59-0474475 Complete if the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection critema used to award the grants or assistance? Imployer iden 59-0474475 PartII General Information on Grants and Assistance 1 Does the organization's procedures for monitoring the use of grant funds in the United States Complete if the organization answer Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed. (a) Name and address of organization or government (b) EIN (c) IRC Code section (f applicable (e) Amount of non- (grant (f) Method of valuation assistance (g) Description of valuation (book, FMV, appraisal, other) (1) CAPITAL AREA COMMUNITY ACTION 309 OFFICE PLAZA DRIVE 59-1117362	
Department of the Treasury Internal Revenue Service Complete if the organization answered "Yes," to Form 990, Part IV, line 21 or 22.	2012
Department of the Treasury Internal Revenue Service Mame of the organization TALQUIN ELECTRIC COOPERATIVE INC Employer ident 59-0474475 Part I General Information on Grants and Assistance Employer ident 59-0474475 Part I General Information on Grants and Assistance Employer ident 59-0474475 I Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? I I I I I I I I I I I I I I I I I I I	2012
TALQUIN ELECTRIC COOPERATIVE INC 59-0474475 Part 1 General Information on Grants and Assistance 59-0474475 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? 1 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States 2 Part 11 Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answer Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed. (a) Name and address of or government (b) EIN (c) IRC Code section if applicable (d) Amount of cash assistance (book, FMV, appraisal, other) (1) CAPITAL AREA 59-1117362 501C3 11,065 CASH (1) CAPITAL AREA 59-1117362 501C3 11,065 CASH	Open to Public Inspection
Part I General Information on Grants and Assistance 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answer Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed. (a) Name and address of organization orgovernment (b) EIN (c) IRC Code section (d) Amount of cash sistance (book, FMV, appraisal, other) (1) CAPITAL AREA 59-1117362 501C3 11,065 CASH (1) CAPITAL AREA 59-1117362 501C3 11,065 CASH	tification number
1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?	
Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answer Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed. (a) Name and address of organization or government (b) EIN (c) IRC Code section if applicable (d) Amount of cash grant (e) Amount of non-cash assistance (f) Method of valuation non-cash assistance (1) CAPITAL AREA COMMUNITY ACTION 309 OFFICE PLAZA DRIVE 59-1117362 501C3 11,065 CASH	. TYes Fi
organization or governmentif applicablegrantcash assistancevaluation non-cash assistance other)(1) CAPITAL AREA59-1117362501C311,065CASHCOMMUNITY ACTION 309 OFFICE PLAZA DRIVECASHCASH	ed "Yes" to
COMMUNITY ACTION 309 OFFICE PLAZA DRIVE	
	SEE SCH I, PART IV
2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table	

Schedule I (Form 990) 2012

Part III Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

(a) Type of grant or a	ssistance	(b) Number of recipients	(c) A mount of cash grant	(d) A mount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance		
		1	1	1	1	1		
	ental Informa			·	·	·		
Complete this part to provid	e the information	required in Part I, lii	ne 2, Part III, column (b), and	any other additional inform	nation			
Identifier	Return Referer	nce	Explanation					
ADDITIONAL INFORMATION	SCHEDULE I, P		TALQUIN ELECTRIC COOPERATIVE, INC PROVIDES FINANCIAL ASSISTANCE TO WORTHY CAUSES IN THE ORGANIZATION'S SERVICE AREA THAT DISTRIBUTE AID FOR UTILITY RELATED PAYMENTS					

Schedule I (Form 990) 2012

efil	e GRAPHIC p	rint - DO NOT PROCESS	As Filed Data	-	DLN	l: 9349331	.6041	L483
Sch	edule J	Co	mpensation	Information		OMBNo :	L545-(0047
(Forr	n 990)	For certain Office	- rs, Directors, Trust Compensated	ees, Key Employees	s, and Highest	20	12)
		► Complete if		inswered "Yes" to	Form 990,			
							o Pul ectio	
	ne of the organiz		to Form 990. F Se	e separate instruct	Employer iden			
	UIN ELECTRIC COC							
					59-0474475			
Pai	Questi	ons Regarding Compensa	tion				1	
				, , , , ,			Yes	No
1a		opiate box(es) if the organization Section A, line 1a Complete Par						
		or charter travel	·		sidence for personal use			
		companions	·	-	use of personal residence			
	Tax idemni	ification and gross-up payments			es or initiation fees			
	Discretion	ary spending account	☐ Perso	onal services (e g ,	maıd, chauffeur, chef)			
b		xes in line 1a are checked, did th or provision of all of the expense				1b		
2	-	ation require substantiation prior	-					
	directors, trust	ees, and the CEO/Executive Dire	ector, regarding th	e items checked in	line 1a?	2		
3		, if any, of the following the filing						
		CEO/Executive Director Check ed organization to establish com				т		
		tion committee	_	en employment con		1		
	· ·	nt compensation consultant	•	pensation survey of				
	-	of other organizations			r compensation committee	_		
	,		, , PEE.		· · · · · · · · · · · · · · · · · · ·			
4	During the year or a related org	r, dıd any person lısted ın Form 9 anızatıon	90, Part VII, Sect	ion A , line 1a with i	respect to the filing organi	zation		
а	Receive a seve	rance payment or change-of-cor	itrol payment?			4a		No
b	Participate in, o	or receive payment from, a suppl	emental nonqualifi	ed retirement plan?	,	4b		No
с	Participate in, o	or receive payment from, an equi	ty-based compens	ation arrangement	2	4c		No
		of lines 4a-c, list the persons ar		-				
		and 501(c)(4) organizations onl						
5		ted in Form 990, Part VII, Section contingent on the revenues of	on A, line 1a, did ti	ne organization pay	or accrue any			
_		-						
	The organizatio					5a		<u> </u>
b	Any related org	janization? 2 5a or 5b, describe in Part III				5b		├──
6	-	ted in Form 990, Part VII, Section	n Alune 1a did H	e organization pay	or accrue any			
-		contingent on the net earnings of		.e organization pay	o, accide uny			
а	The organizatio	on?				6a		
	Any related org					6b		
	, -	e 6a or 6b, describe in Part III						
7	-	ted in Form 990, Part VII, Sectio	on A, line 1a, did H	ne organization prov	vide any non-fixed			
, 8	payments not d	lescribed in lines 5 and 6? If "Ye ints reported in Form 990, Part V	s," describe in Pai	tIII		7		
5		nitial contract exception describ						
	ın Part III	-	_			8		
9	If "Yes" to line section 53 495	8, dıd the organızatıon also follo 58-6(c)?	w the rebuttable pr	esumption procedu	ire described in Regulation	ıs 9		

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

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

Note. The sum of columns (B)(1)-(111) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual

(A) Name and Title		(B) Breakdown of	fW-2 and/or 1099-MIS	SC compensation	(C) Retirement and	(D) Nontaxable	(E) Total of columns	(F) Compensation
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation	other deferred compensation	benefits	(B)(ı)-(D)	reported as deferred In prior Form 990
(1)TRACY BENSLEY GENERAL MANAGER	(i) (ii)	262,773	2,083	540	29,704	. 21,222	2 316,322	
(2) EUGENE KANIKOVSKY DIR FINANCIALSVS	(i) (ii)	162,684	2,301	307	35,708	24,226	5 225,226	
(3)TIMOTHY WADDLE DIR WATER SVS	(i) (ii)	167,762	2,308	1,331	56,448	18,929	9 246,778	
(4)WILLIAM MAY DIR COOPERATIVE SVS	(i) (ii)	217,091	1,000	599	1,305	11,415	5 231,410	
(5) KENNETH COWEN DIR ADMIN SVS	(i) (ii)	160,570	2,271	1,972	46,620	23,156	5 234,589	
(6) DWIGHT CALLAHAN DIR INFORMATION SVS	(i) (ii)	135,569	2,073	365	24,849	23,875	5 186,731	
(7) JEREMY NELMS DIR ENGINEERING SVS	(i) (ii)	119,839	1,939	164	11,197	19,116	5 152,255	
(8) ALLEN SHEPARD DIR OPERATIONS	(i) (ii)	117,183	1,939	472	73,961	22,642	2 216,197	

Schedule J (Form 990) 2012

Part III Supplemental Information

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

Ident if ier	Return Reference	Explanation

Schedule J (Form 990) 2012

Schedule L		Transactions with Interested Persons									OMBNo 1545-0047		
Form 990 or 990	-EZ)	Complete if the organization answered "Yes" on Form 990, Part IV, lines 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.							2012				
epartment of the Treasury ternal Revenue Service		► Attach to Form 990 or Form 990-EZ. ► See separate instructions.									n to P spect		
Name of the orga TALQUIN ELECTRIC (E INC						Em	ploye	r ident if	ication	numbe	r
									-0474				
Part I Exces													
1 (a) Name					Form 990, Pa		<u>a or 250, or i</u> (c) Descrip					d) Corr	ected
1 (1) // 1	or uloquum	neu pere		•	nd organization				. crune	action		res	No
2 Enter the am	nount of tax	k incurre	d by organiza	tion man	agers or dısqu	alified perso	ns durıng the	year u	inder s	ection			
4958		• •	• • • •	• •	• • • •			• •	-	section \$			
		• •	• • • •	• •	• • • •			• •	-	section \$ \$ \$			
4958 3 Enter the am Part III Loa	nount of tax	 ĸ, ıf any, d/or F	on line 2, abo	 ove, reim ested P	bursed by the	organization		· · ·	•	►\$ ►\$			
4958 3 Enter the am Part II Loa Com	nount of tax ns to an plete if the	 k, if any, d/or F organiza	on line 2, abo rom Inter ation answere	ove, reim ested P ed "Yes" (bursed by the Persons. on Form 990-1	organızatıon EZ, Part V, lı		· · ·	•	►\$ ►\$	e 26, o	r ıf the	
4958 3 Enter the am Part II Loa Com organ	nount of tax ns to an plete if the nization rej	, if any, d/or F organiza ported a	on line 2, abo rom Inter ation answere n amount on F	ove, reim ested P ed "Yes" (form 990	bursed by the Persons. on Form 990- , Part X, line 5	organızatıon EZ, Part V, lı 5, 6, or 22	ne 38a, or Fo	rm 990), Part	▶ \$ ▶ \$ t IV, lin		-	ritten
4958 3 Enter the am Part II Loa Com	nount of tax ns to an plete if the nization rej	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from	bursed by the Persons. on Form 990 , Part X, line 5 n to the	organızatıon EZ, Part V, lı		rm 990	D, Part	▶ \$ ▶ \$ t IV, lin (h Appro) oved	r if the	
4958 3 Enter the am Part II Loa Com organ (a) Name of	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa	bursed by the Persons. on Form 990 , Part X, line 5 n to the	organization EZ, Part V, Ii 5, 6, or 22 (e)Original	ne 38a, or Fo (f) Balance	rm 99(D, Part	▶ \$ ▶ \$ t IV, lin Appro by boa) oved rd or	(i) Wr	
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from organiza	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion?	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from	bursed by the Persons. on Form 990 , Part X, line 5 n to the	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99(D, Part	▶ \$ ▶ \$ t IV, lin Appro by boa) oved rd or	(i) Wr	
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from organiza	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion?	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
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4958 3 Enter the am Part II Loa Com organ (a) Name of Interested	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from organiza	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion?	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" orm 990 (d) Loa or from organiza	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion?	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com organ (a) Name of interested person	nount of tax ns to an plete if the nization re (b) Relat	, if any, d/or F organiza ported an cionship	on line 2, abo rom Inter ation answere n amount on F (c) Purpose	ested P ed "Yes" form 990 (d) Loa or from organiza	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion?	organization EZ, Part V, li 5, 6, or 22 (e)Original principal	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com organ (a) Name of interested person	nount of tax ns to an plete if the nization rej (b) Relat with orga	, if any, organiza ported an cionship nization	on line 2, abo rom Inter ation answere n amount on F (c) Purpose of Ioan	ested P ed "Yes" form 990 (d) Loa or from organiza To	bursed by the Persons. on Form 990- , Part X, line 5 n to the tion? From From	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f) Balance	rm 99((g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested person otal Com otal Com Com organ Com Com Com organ Com Com Com Com Com Com Com Com	nount of tax ns to an plete if the nization rej (b) Relat with orga	, if any, d/or F organize ported an cionship nization ssistan	on line 2, abo rom Inter ation answere n amount on F (c) Purpose of Ioan	ested P ed "Yes" form 990 (d) Loa or from organiza To To \$ ting Int	bursed by the Persons. on Form 990 , Part X, line 5 n to the tion? From From Erested Pe	organization EZ, Part V, li 5, 6, or 22 (e)O riginal principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa), Parl	► \$ ► \$ t IV, line t IV, by Commit) oved rd or ttee?	(i)Wr agreei	ment?
4958 3 Enter the am Part II Loa Com orgai (a) Name of interested person otal art III Grar Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an cionship nization	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To k \$ ting Int wered	bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Perested P	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested person otal Com otal Com Com organ Com Com Com organ Com Com Com Com Com Com Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an cionship nization ssistan le organ (b) Rel	on line 2, abo rom Inter ation answere n amount on F (c) Purpose of Ioan	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990 , Part X, line 5 n to the tion? From From Erested Pe	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreei	No
4958 3 Enter the am Part II Loa Com orgai (a) Name of interested person otal Part III Gran Com (a) Name of interested (b) Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an conship nization ssistan de organ (b) Rel interest	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan ce Benefit nization ans ationship bet	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Perested P	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested person Cotal Com Com (a) Name of Interested Com Com Com Com Com Com Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an conship nization ssistan de organ (b) Rel interest	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan ce Benefit nization ans ationship bet ted person ar	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Per Yes" on Form	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested person Cotal Com Com (a) Name of Interested Com Com Com Com Com Com Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an conship nization ssistan de organ (b) Rel interest	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan ce Benefit nization ans ationship bet ted person ar	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Per Yes" on Form	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No
4958 3 Enter the am Part II Loa Com orgai (a) Name of interested person otal Part III Gran Com (a) Name of interested (b) Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an conship nization ssistan de organ (b) Rel interest	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan ce Benefit nization ans ationship bet ted person ar	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Per Yes" on Form	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No
4958 3 Enter the am Part II Loa Com organ (a) Name of Interested person Cotal Com Com (a) Name of Interested Com Com Com Com Com Com Com Com	nount of tax ns to an plete if the nization re (b) Relat with orga	d/or F organiza ported an conship nization ssistan de organ (b) Rel interest	on line 2, abo rom Inter- ation answere n amount on F (c) Purpose of loan ce Benefit nization ans ationship bet ted person ar	ested P ed "Yes" (corm 990 (d) Loa or from organiza To To ting Inf wered " ween (bursed by the Persons. on Form 990-1 , Part X, line 5 n to the tion? From From From Erested Per Yes" on Form	organization EZ, Part V, li 5, 6, or 22 (e)Original principal amount	ne 38a, or Fo (f)Balance due	rm 990 (g) defa Yes	D, Parl	\$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$) vved rd or ttee? No	(i)Wr agreer Yes	No

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Cat No 50056A

Part V Supplemental Information

					Page Z						
Part IV Business Transactions Involving Interested Persons. Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.											
(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization' revenues?							
				Yes	No						
(1) SEE PART V FOR MORE DETAIL					No						
(2) SEMINOLE ELECTRIC COOPERATIVE INC	SEE PART V	70,284,859	PURCHASE POWER		No						

Complete this part to provide additional information for responses to questions on Schedule L (see instructions)							
Identifier	Ret urn Reference	Explanation					
ADDITIONAL INFORMATION	SCHEDULE L PART V	SCHEDULE L PART IV LINE 1 THE BOARD OF TRUSTEES FOR TALQUIN ELECTRIC COOPERATIVE INC AND TALQUIN WATER AND WASTEWATER INC A RELATED PARTY ARE COMPRISED OF THE SAME INDIVIDUALS SCHEDULE L PART IV LINE 2 COLUMN B GENERAL MANAGER TRACY BENSLEY AND TRUSTEES MALLORY GREEN AND SAMUEL FENN SERVE ON THE SEMINOLE ELECTRIC COOPERATIVE INCS BOARD OF TRUSTEES					

Schedule L (Form 990 or 990-EZ) 2012

efile GRAPHIC pri	int - DO NOT PROCESS	As Filed Data -		DLN: 9	3493316041483
SCHEDULE O					OMBNo 1545-0047
(Form 990 or 990-EZ)	Supplementa	I Information to	o Form 990 or 990-EZ		2012
Department of the Treasury Internal Revenue Service		ide information for resp 90 or to provide any ad PAttach to Form 990			Open to Public Inspection

Name of the organization TALQUIN ELECTRIC COOPERATIVE INC

Employer identification number

59-0474475

ldentifier	Return Reference	Explanation
ADDITIONAL INFORMATION	FORM 990	THE IRS' INSTRUCTIONS FOR THE 2012 VERSION OF THE FORM 990 STATE. THE INSTRUCTIONS CLARIFY THAT PATRONAGE DIVIDENDS PAID BY SECTION 501(C)(12) ORGANIZATIONS TO THEIR MEMBERS SHOULD BE REPORTED ON LINE 4 " OF PART IX, STATEMENT OF FUNCTIONAL EXPENSES LINE 4 IS TITLED "BENEFITS PAID TO OR FOR MEMBERS " IN 2012, SIGNIFICANT INDUSTRY-WIDE DISCUSSIONS BEGAN REGARDING THE NEED FOR THE IRS' CLARIFICATION AND WHETHER "PATRONAGE DIVIDENDS PAID" MEANS CAPITAL CREDITS ALLOCATED, CAPITAL CREDITS RETIRED OR SOME OTHER AMOUNT FOR PURPOSES OF THIS FORM 990, THE AMOUNT REPORTED ON LINE 4 REPRESENTS THE AMOUNT REPORTED IN THE AUDITED FINANCIAL STATEMENT OF REVENUE AND CHANGES IN PATRONAGE CAPITAL FOR THE YEAR ENDED DECEMBER 31, 2012 AND OTHER BENEFITS PAID TO MEMBERS IN THE AMOUNT OF 2,058,977
RELATED PARTY INFORMATION AMONG OFFICERS	FORM 990, PAGE 6, PART VI, LINE 2	SEE SCHEDULE L, PART IV, LINE 1
CLASSES OF MEMBERS OR STOCKHOLDERS	FORM 990, PAGE 6, PART VI, LINE 6	THE TALQUIN ELECTRIC COOPERATIVE, INC MEMBERSHIP IS COMPRISED OF ANY PERSON, FIRM, ASSOCIATION, CORPORATION OR BODY POLITIC OR SUBDIVISION WHO AGREES TO (1) PURCHASE UTILITY SERVICES FROM THE COOPERATIVE, (2) COMPLY WITH THE ARTICLES OF INCORPORATION AND BY-LAWS, AND (3) PAY THE MEMBERSHIP FEE
ELECTION OF MEMBERS AND THEIR RIGHTS	FORM 990, PAGE 6, PART VI, LINE 7A	A NOMINATING COMMITTEE IS APPOINTED BY THE BOARD OF TRUSTEES TO NOMINATE AT LEAST 3 CANDIDATES FOR ROTATING 3-YEAR TERMS ON THE BOARD ANY MEMBER WISHING TO BE NOMINATED CAN OBTAIN 15 MEMBERS' SIGNATURES TO BE PRESENTED TO THE NOMINATING COMMITTEE AND PLACED ON THE BALLOT AT THE ANNUAL MEETING, IF THEY MEET THE QUALIFICATIONS TO SERVE
DECISIONS SUBJECT TO APPROVAL OF MEMBERS	FORM 990, PAGE 6, PART VI, LINE 7B	THE MEMBERS MUST APPROVE ANY CHANGES TO THE ARTICLES OF INCORPORATION OR THE BY- LAWS THE MEMBERS MUST ALSO APPROVE ANY DECISIONS BY THE BOARD OF TRUSTEES WHERE PREVIOUS AUTHORITY HAS NOT BEEN GRANTED BY THE GOVERNING DOCUMENTS
ORGANIZATION'S PROCESS USED TO REVIEW FORM 990	FORM 990, PAGE 6, PART VI, LINE 11B	EACH BOARD MEMBER RECEIVED A COPY OF THE FINAL 990 THROUGH ELECTRONIC MAIL PRIOR TO FILING THE RETURN THE DIRECTOR OF FINANCIAL SERVICES REVIEWS AND APPROVES THE RETURN PRIOR TO FILING
ENFORCEMENT OF CONFLICTS POLICY	FORM 990, PAGE 6, PART VI, LINE 12C	THE CONFLICT OF INTEREST POLICY OF TALQUIN ELECTRIC COOPERATIVE, INC COVERS DIRECTORS, OFFICERS, AND KEY EMPLOYEES CONFLICTS MUST BE DISCLOSED TO THE PRESIDENT OR MANAGER IMMEDIATELY AND ARE RELAYED TO THE BOARD OF DIRECTORS THE INDIVIDUAL IS GIVEN 30 DAYS TO COMPLY WITH THE POLICY OR BE REMOVED FROM THEIR POSITION
COMPENSATION PROCESS FOR TOP OFFICIAL	FORM 990, PAGE 6, PART VI, LINE 15A	THE GENERAL MANAGER'S SALARY IS SET BY THE BOARD OF TRUSTEES A COMPENSATION COMMITTEE RECOMMENDS THE SALARY BASED ON NATIONAL SURVEYS THE FULL BOARD OF TRUSTEES APPROVES THE GENERAL MANAGER'S SALARY
COMPENSATION PROCESS FOR OFFICERS	FORM 990, PAGE 6, PART VI, LINE 15B	THE COMPENSATION OF OFFICERS AND KEY EMPLOYEES IS SET BY THE GENERAL MANAGER COMPENSATION STUDIES FOR POSITIONS IN SIMILAR INDUSTRIES ARE USED AS A BASIS FOR COMPENSATION
GOVERNING DOCUMENTS DISCLOSURE EXPLANATION	FORM 990, PAGE 6, PART VI, LINE 19	THE GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS ARE AVAILABLE TO THE PUBLIC UPON REQUEST
ADDITIONAL INFORMATION	FORM 990, PART XI	PART XI, RECONCILIATION OF NET ASSETS, LINE 9 CHANGE IN MEMBERSHIP (590) CHANGE IN OTHER EQUITIES 167,506 CHANGE IN ACCUMULATED OTHER COMP INCOME (250,224) PATRONAGE CAPITAL BENEFITS PAID (2,058,977) RETIREMENT OF CAPITAL CREDITS 2,058,977 TOTAL OTHER CHANGES IN EQUITY (83,308) CHANGE FROM PRIOR Y EAR RETURN AN ADJUSTMENT OF 1 WAS MADE TO THE OPENING BALANCES OF PART X LINE 10C AND PART X LINE 33 TO CORRECT A ROUNDING ERROR

efile GRAPHIC print -	DO NOT PROCESS As Filed Data	a -				DLN: 93493	31604 :	1483
SCHEDULE R (Form 990)	Related ► Complete if the c)12					
Department of the Treasury Internal Revenue Service						Open t Insp	o Publi ection	
Name of the organization TALQUIN ELECTRIC COOPERATIVE	INC				Employer ident i	fication number		
Part I Identificatio	on of Disregarded Entities (Comp	lete if the organizatio	n answered "Yes" to	o Form 990. Part I	59-0474475 V. line 33.)			
	(a) (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d)	(e) •of-year assets	(f) Direct controlling entity		
	on of Related Tax-Exempt Organ ted tax-exempt organizations during		f the organization a	nswered "Yes" to	Form 990, Part I	V, line 34 because i	t had o	ne
Name, address, ar	(a) d EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))		Section (13) co	(g) n 512(b) ontrolled itity? No
(1) TALQUIN WATER AND WASTEW	NATER INC	COOPERATIV	FL	501C12		SEE PT VII		No
1640 WEST JEFFERSON STREET QUINCY, FL 32351 20-4787395								
							+	+
							+	+
For Paperwork Reduction Ac	t Notice, see the Instructions for Form 990	0.	 Cat No 501:	35Y	I	Schedule R (For	 m 990) 2	2012

Schedule R (Form 990) 2012

Part III Identification of Related Organizations Taxable as a Partnership (Complete of the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.) (k) (a) (b) (d) (e) (f) (i) (j) (c) (g) (h) Name, address, and EIN of Primary activity Legal Direct Predominant Share of Share of Disproprtionate Code V-UBI General or Percentage related organization controlling income(related, total income end-of-year allocations? domicile amount in box managing ownership (state or entity unrelated, assets 20 of partner? foreign excluded from Schedule K-1 (Form 1065) country) tax under sections 512-514) Yes No Yes No

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

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

Page **2**

Schedule R (Form 990) 2012

Part V	Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)								
Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule									
1 Durin	g the tax year, did the orgranization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?								
a Re	ceipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity	Y 1a Y 1b 1c 1c 1d 1d Y 1e 1d 1f 1g 1f 1j 1k 1j 1k 1l 1m 1n Y 1o Y 1p							
b Gif	t, grant, or capital contribution to related organization(s)	1b		No					
c Gif	t, grant, or capital contribution from related organization(s)	1 c		No					
d Loa	ans or loan guarantees to or for related organization(s)	1d	Yes						
e Loa	ans or loan guarantees by related organization(s)	1e		No					
f Div	idends from related organization(s)	1f		No					
g Sa	le of assets to related organization(s)	1g		No					
h Pu	rchase of assets from related organization(s)	1h		No					
i Exc	hange of assets with related organization(s)	1i		No					
j Lea	se of facilities, equipment, or other assets to related organization(s)	1j		No					
k Lea	ase of facilities, equipment, or other assets from related organization(s)	1k		No					
I Per	formance of services or membership or fundraising solicitations for related organization(s)	11		No					
m Per	formance of services or membership or fundraising solicitations by related organization(s)	1m	J	No					
n Sha	ring of facilities, equipment, mailing lists, or other assets with related organization(s)	1n	Yes						
o Sh	arıng of paıd employees with related organization(s)	10	Yes						
p Re	imbursement paid to related organization(s) for expenses	1p		No					
q Re	imbursement paid by related organization(s) for expenses	1q	Yes						
r Oth	ner transfer of cash or property to related organization(s)	1r		No					
s Ot	ner transfer of cash or property from related organization(s)	1s		No					
				·					

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

 (a) Name of other organization
 (b) Transaction type (a-s)
 (c) Amount involved
 (d) Method of determining amount involved

 (1) TALQUIN WATER AND WASTEWATER INC
 D
 6,658,390
 CASH VALUE

 (2) TALQUIN WATER AND WASTEWATER INC
 Q
 6,120,678
 CASH VALUE

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

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

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

Schedule K (FC	1111 990) 2012	Page	2			
Part VII Supplemental Information						
	Complete this part	to provide additional information for responses to questions on Schedule R (see instructions)				
Identifiei	Return Reference	Explanation				

ADDITIONAL SCHEDULE R SCHEDULE R PART II LINE 1 COLUMN F TALQUIN ELECTRIC COOPERATIVE INC IS THE DIRECT CONTROLLING ENTITY OF TALQUIN WATER AND WASTEWATER INC

Additional Data

Software ID: Software Version:

EIN: 59-0474475

Name: TALQUIN ELECTRIC COOPERATIVE INC