

**Return of Organization Exempt From Income Tax**

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

Department of the Treasury  
Internal Revenue Service

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

**A** For the 2006 calendar year, or tax year beginning **OCT 1, 2006** and ending **SEP 30, 2007**

<b>B</b> Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print of type. See Specific Instructions.	<b>C</b> Name of organization <b>RAILS-TO-TRAILS CONSERVANCY</b>		<b>D</b> Employer identification number <b>52-1437006</b>
		Number and street (or P.O. box if mail is not delivered to street address) Room/suite <b>2121 WARD PLACE NW, 5TH FLOOR</b>		<b>E</b> Telephone number <b>(202) 331-9696</b>
		City or town, state or country, and ZIP + 4 <b>WASHINGTON, DC 20036</b>		<b>F</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (Specify) ▶

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

**G** Website: ▶ **WWW.RAILSTOTRAILS.ORG**

<b>J</b> Organization type (check only one) ▶ <input checked="" type="checkbox"/> 501(c) ( <b>3</b> ) ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527	<b>H</b> and <b>I</b> are not applicable to section 527 organizations. <b>H(a)</b> Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b)</b> If "Yes," enter number of affiliates ▶ <b>N/A</b> <b>H(c)</b> Are all affiliates included? <b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No (If "No," attach a list.) <b>H(d)</b> Is this a separate return filed by an organization covered by a group ruling? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>I</b> Group Exemption Number ▶ <b>N/A</b>
<b>K</b> Check here <input type="checkbox"/> if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.	<b>M</b> Check <input type="checkbox"/> if the organization is not required to attach Sch. B (Form 990, 990-EZ, or 990-PF).

**L** Gross receipts: Add lines 6b, 8b, 9b, and 10b to line 12 ▶ **6,608,502.**

**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances**

<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, and similar amounts received:				
	<b>a</b> Contributions to donor advised funds	<b>1a</b>			
	<b>b</b> Direct public support (not included on line 1a)	<b>1b</b>	<b>4,555,409.</b>		
	<b>c</b> Indirect public support (not included on line 1a)	<b>1c</b>	<b>398,052.</b>		
	<b>d</b> Government contributions (grants) (not included on line 1a)	<b>1d</b>			
	<b>e</b> Total (add lines 1a through 1d) (cash \$ <b>4,953,461.</b> noncash \$ )	<b>1e</b>			<b>4,953,461.</b>
	<b>2</b> Program service revenue including government fees and contracts (from Part VII, line 93)	<b>2</b>			<b>1,035,421.</b>
	<b>3</b> Membership dues and assessments	<b>3</b>			
	<b>4</b> Interest on savings and temporary cash investments	<b>4</b>			<b>17,947.</b>
	<b>5</b> Dividends and interest from securities	<b>5</b>			<b>37,658.</b>
	<b>6 a</b> Gross rents	<b>6a</b>			
	<b>b</b> Less: rental expenses	<b>6b</b>			
<b>c</b> Net rental income or (loss). Subtract line 6b from line 6a	<b>6c</b>				
<b>7</b> Other investment income (describe ▶ )	<b>7</b>				
<b>8 a</b> Gross amount from sales of assets other than inventory	(A) Securities		(B) Other		
	<b>228,743.</b>	<b>8a</b>	<b>47,500.</b>		
	<b>212,950.</b>	<b>8b</b>	<b>22,500.</b>		
	<b>15,793.</b>	<b>8c</b>	<b>25,000.</b>		
<b>d</b> Net gain or (loss). Combine line 8c, columns (A) and (B)	<b>8d</b>	<b>STMT 1</b>	<b>STMT 2</b>	<b>40,793.</b>	
<b>9</b> Special events and activities (attach schedule). If any amount is from gaming, check here <input type="checkbox"/>					
<b>a</b> Gross revenue (not including \$ of contributions reported on line 1b)	<b>9a</b>				
<b>b</b> Less: direct expenses other than fundraising expenses	<b>9b</b>				
<b>c</b> Net income or (loss) from special events. Subtract line 9b from line 9a	<b>9c</b>				
<b>10 a</b> Gross sales of inventory, less returns and allowances	<b>10a</b>	<b>58,672.</b>			
	<b>b</b> Less: cost of goods sold	<b>10b</b>	<b>19,846.</b>		
	<b>c</b> Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a	<b>10c</b>	<b>STMT 3</b>		<b>38,826.</b>
<b>11</b> Other revenue (from Part VII, line 103)	<b>11</b>			<b>229,100.</b>	
<b>12</b> Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	<b>12</b>			<b>6,353,206.</b>	
<b>Expenses</b>	<b>13</b> Program services (from line 44, column (B))	<b>13</b>		<b>5,108,596.</b>	
	<b>14</b> Management and general (from line 44, column (C))	<b>14</b>		<b>841,750.</b>	
	<b>15</b> Fundraising (from line 44, column (D))	<b>15</b>		<b>845,199.</b>	
	<b>16</b> Payments to affiliates (attach schedule)	<b>16</b>			
	<b>17</b> Total expenses. Add lines 16 and 44, column (A)	<b>17</b>			<b>6,795,545.</b>
<b>Net Assets</b>	<b>18</b> Excess or (deficit) for the year. Subtract line 17 from line 12	<b>18</b>		<b>&lt;442,339.&gt;</b>	
	<b>19</b> Net assets or fund balances at beginning of year (from line 73, column (A))	<b>19</b>		<b>2,300,809.</b>	
	<b>20</b> Other changes in net assets or fund balances (attach explanation)	<b>20</b>	<b>SEE STATEMENT 4</b>	<b>78,053.</b>	
	<b>21</b> Net assets or fund balances at end of year. Combine lines 18, 19, and 20	<b>21</b>			<b>1,936,523.</b>

**Part II Statement of Functional Expenses**

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others.

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
<b>22a</b> Grants paid from donor advised funds (attach schedule) (cash \$ 0 • noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>				
<b>22b</b> Other grants and allocations (attach schedule) (cash \$ 236,530 • noncash \$ 0) If this amount includes foreign grants, check here <input type="checkbox"/>	236,530.	236,530.	STATEMENT 6	STATEMENT 7
<b>23</b> Specific assistance to individuals (attach schedule)				
<b>24</b> Benefits paid to or for members (attach schedule)				
<b>25a</b> Compensation of current officers, directors, key employees, etc. listed in Part V-A	744,449.	608,764.	74,048.	61,637.
<b>25b</b> Compensation of former officers, directors, key employees, etc. listed in Part V-B	22,593.	10,073.	2,348.	10,172.
<b>25c</b> Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
<b>26</b> Salaries and wages of employees not included on lines 25a, b, and c	1,666,932.	1,448,684.	165,027.	53,221.
<b>27</b> Pension plan contributions not included on lines 25a, b, and c	75,579.	64,672.	7,504.	3,403.
<b>28</b> Employee benefits not included on lines 25a • 27	226,214.	192,700.	22,030.	11,484.
<b>29</b> Payroll taxes	183,482.	155,926.	18,172.	9,384.
<b>30</b> Professional fundraising fees	137,451.	79,424.	27,728.	30,299.
<b>31</b> Accounting fees	20,738.	0.	20,738.	0.
<b>32</b> Legal fees	56,877.	53,787.	3,090.	0.
<b>33</b> Supplies	136,717.	93,919.	42,641.	157.
<b>34</b> Telephone	86,149.	32,196.	53,881.	72.
<b>35</b> Postage and shipping	635,509.	305,972.	100,295.	229,242.
<b>36</b> Occupancy	496,843.	74,994.	421,849.	0.
<b>37</b> Equipment rental and maintenance				
<b>38</b> Printing and publications	562,626.	365,805.	57,336.	139,485.
<b>39</b> Travel	400,540.	359,861.	29,232.	11,447.
<b>40</b> Conferences, conventions, and meetings	25,125.	25,125.	0.	0.
<b>41</b> Interest				
<b>42</b> Depreciation, depletion, etc. (attach schedule)	25,923.	2,190.	23,733.	0.
<b>43</b> Other expenses not covered above (itemize):				
a				
b				
c				
d				
e				
f				
g SEE STATEMENT 5	1,055,268.	997,974.	<227,902.>	285,196.
<b>44</b> Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	6,795,545.	5,108,596.	841,750.	845,199.

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?  Yes  No  
 If "Yes," enter (i) the aggregate amount of these joint costs \$ 1,603,067. ; (ii) the amount allocated to Program services \$ 580,141. ;  
 (iii) the amount allocated to Management and general \$ 242,634. ; and (iv) the amount allocated to Fundraising \$ 780,292.

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

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

What is the organization's primary exempt purpose? ► SEE STATEMENT 12	Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts; but optional for others.)
All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable. (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	
a SEE STATEMENT 8	
(Grants and allocations \$ 197,030.) If this amount includes foreign grants, check here ► <input type="checkbox"/>	1,737,150.
b SEE STATEMENT 9	
(Grants and allocations \$ 37,225.) If this amount includes foreign grants, check here ► <input type="checkbox"/>	1,348,664.
c SEE STATEMENT 10	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	997,415.
d SEE STATEMENT 11	
(Grants and allocations \$ 2,275.) If this amount includes foreign grants, check here ► <input type="checkbox"/>	665,486.
e Other program services (attach schedule) SEE STATEMENT 13	
(Grants and allocations \$ ) If this amount includes foreign grants, check here ► <input type="checkbox"/>	359,881.
f Total of Program Service Expenses (should equal line 44, column (B), Program services) ►	5,108,596.

Form 990 (2006)

**Part IV Balance Sheets** (See the instructions.)

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

		(A) Beginning of year		(B) End of year		
Assets	45	Cash - non-interest-bearing .....	2,683.	45	2,804.	
	46	Savings and temporary cash investments .....	725,112.	46	284,838.	
	47 a	Accounts receivable .....	47a	470,253.		
	b	Less: allowance for doubtful accounts .....	47b		47c	470,253.
	48 a	Pledges receivable .....	48a		48c	
	b	Less: allowance for doubtful accounts .....	48b		48c	
	49	Grants receivable .....	532,743.	49	356,097.	
	50 a	Receivables from current and former officers, directors, trustees, and key employees .....		50a		
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) .....		50b		
	51 a	Other notes and loans receivable .....	51a		51c	
	b	Less: allowance for doubtful accounts .....	51b		51c	
	52	Inventories for sale or use .....	19,729.	52	30,793.	
	53	Prepaid expenses and deferred charges .....	83,236.	53	93,548.	
	54 a	Investments - publicly-traded securities <b>STMT 14</b> <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV .....	1,178,822.	54a	1,140,122.	
	b	Investments - other securities .....		54b		
	55 a	Investments - land, buildings, and equipment: basis .....	55a			
	b	Less: accumulated depreciation .....	55b	47,500.	55c	0.
	56	Investments - other .....		56		
	57 a	Land, buildings, and equipment: basis .....	57a	322,026.		
b	Less: accumulated depreciation .....	57b	296,983.	57c	25,043.	
58	Other assets, including program-related investments (describe <b>▶ DEPOSITS</b> ) .....	28,929.	58	32,365.		
59	<b>Total assets</b> (must equal line 74). Add lines 45 through 58 .....	2,946,629.	59	2,435,863.		
Liabilities	60	Accounts payable and accrued expenses .....	509,590.	60	484,872.	
	61	Grants payable .....	114,990.	61	4,762.	
	62	Deferred revenue .....		62		
	63	Loans from officers, directors, trustees, and key employees .....		63		
	64 a	Tax-exempt bond liabilities .....		64a		
	b	Mortgages and other notes payable .....		64b		
	65	Other liabilities (describe <b>▶ DEFERRED RENT</b> ) .....	21,240.	65	9,706.	
66	<b>Total liabilities.</b> Add lines 60 through 65 .....	645,820.	66	499,340.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.					
	67	Unrestricted .....	641,257.	67	598,907.	
	68	Temporarily restricted .....	1,030,474.	68	708,538.	
	69	Permanently restricted .....	629,078.	69	629,078.	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.					
	70	Capital stock, trust principal, or current funds .....		70		
	71	Paid-in or capital surplus, or land, building, and equipment fund .....		71		
	72	Retained earnings, endowment, accumulated income, or other funds .....		72		
	73	<b>Total net assets or fund balances.</b> Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21) .....	2,300,809.	73	1,936,523.	
	74	<b>Total liabilities and net assets/fund balances.</b> Add lines 66 and 73 .....	2,946,629.	74	2,435,863.	

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

a	Total revenue, gains, and other support per audited financial statements	a	6,599,565.
b	Amounts included on line a but not on Part I, line 12:		
1	Net unrealized gains on investments	b1	78,053.
2	Donated services and use of facilities	b2	148,460.
3	Recoveries of prior year grants	b3	
4	Other (specify): <b>COST OF GOODS SOLD</b>	b4	19,846.
	Add lines b1 through b4	b	246,359.
c	Subtract line b from line a	c	6,353,206.
d	Amounts included on Part I, line 12, but not on line a:		
1	Investment expenses not included on Part I, line 6b	d1	
2	Other (specify):	d2	
	Add lines d1 and d2	d	0.
e	<b>Total revenue (Part I, line 12). Add lines c and d</b>	e	6,353,206.

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

a	Total expenses and losses per audited financial statements	a	6,963,851.
b	Amounts included on line a but not on Part I, line 17:		
1	Donated services and use of facilities	b1	148,460.
2	Prior year adjustments reported on Part I, line 20	b2	
3	Losses reported on Part I, line 20	b3	
4	Other (specify): <b>COST OF GOODS SOLD</b>	b4	19,846.
	Add lines b1 through b4	b	168,306.
c	Subtract line b from line a	c	6,795,545.
d	Amounts included on Part I, line 17, but not on line a:		
1	Investment expenses not included on Part I, line 6b	d1	
2	Other (specify):	d2	
	Add lines d1 and d2	d	0.
e	<b>Total expenses (Part I, line 17). Add lines c and d</b>	e	6,795,545.

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

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
SEE STATEMENT 15		651,132.	93,317.	0.

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75 a	Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings <span style="float: right;">13</span>		
b	Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b	X
c	Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization." If "Yes," attach a statement that includes the information described in the instructions.	75c	X
d	Does the organization have a written conflict of interest policy?	75d	X

**Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits** (If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
KAREN STEWART 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	0.	3,030.	0.	0.
HILARY BAKER 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	0.	18,456.	1,107.	0.
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Part VI Other Information (See the instructions.)		Yes	No
76	Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76	X
77	Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.	77	X
78 a	Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year? <span style="float: right;">N/A</span>	78b	
79	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79	X
80 a	Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a	X
b	If "Yes," enter the name of the organization <span style="float: right;">N/A</span> and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt		
81 a	Enter direct or indirect political expenditures. (See line 81 instructions.) <span style="float: right;">81a 0.</span>		
b	Did the organization file Form 1120-POL for this year?	81b	X

Part VI Other Information (continued)		Yes	No
82 a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?	82a	X
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)	82b	148,460.
83 a	Did the organization comply with the public inspection requirements for returns and exemption applications?	83a	X
b	Did the organization comply with the disclosure requirements relating to quid pro quo contributions?	83b	X
84 a	Did the organization solicit any contributions or gifts that were not tax deductible?	84a	N/A
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	84b	N/A
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?	85a	N/A
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.	85b	N/A
c	Dues, assessments, and similar amounts from members	85c	N/A
d	Section 162(e) lobbying and political expenditures	85d	N/A
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	N/A
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	N/A
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	N/A
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	N/A
86	501(c)(7) organizations. Enter: a Initiation fees and capital contributions included on line 12	86a	N/A
b	Gross receipts, included on line 12, for public use of club facilities	86b	N/A
87	501(c)(12) organizations. Enter: a Gross income from members or shareholders	87a	N/A
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	N/A
88 a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX	88a	X
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b	X
89 a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <u>0.</u> ; section 4912 <u>0.</u> ; section 4955 <u>0.</u>		
b	501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	X
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		0.
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		0.
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e	X
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f	X
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? N/A	89g	
90 a	List the states with which a copy of this return is filed	SEE STATEMENT 16	
b	Number of employees employed in the pay period that includes March 12, 2006	90b	41
91 a	The books are in care of	RAILS-TO-TRAILS CONSERVANCY Telephone no. 202-331-9696 Located at 1100 17TH STREET, NW, 10TH FLOOR, WASHINGTON, DC ZIP +4 20036	
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country	91b	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		

**Part VI Other Information** (continued)

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

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

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclu- sion code	(D) Amount	
93 Program service revenue:					
a MEETINGS AND EVENTS					367,514.
b CONTRACTS					667,907.
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	17,947.	
96 Dividends and interest from securities			14	37,658.	
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	40,793.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					38,826.
103 Other revenue:					
a MISCELLANEOUS					1,551.
b LIST RENTAL			15	23,957.	
c SUBLEASE RENTAL			16	159,541.	
d REIMBURSED EXPENSES					15,744.
e ROYALTY INCOME			15	28,307.	
104 Subtotal (add columns (B), (D), and (E))		0.		308,203.	1,091,542.
105 Total (add line 104, columns (B), (D), and (E))					1,399,745.

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

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

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
▼	SEE STATEMENT 17

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

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

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

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

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

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



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

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

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	Yes	No
a	----- ----- -----					
b	----- ----- -----					
c	----- ----- -----					
<b>Totals</b>						

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

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer	Yes	No
a	----- ----- -----					
b	----- ----- -----					
c	----- ----- -----					
<b>Totals</b>						

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

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

Please Sign Here

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_

Type or print name and title \_\_\_\_\_

---

Paid Preparer's Use Only

Preparer's signature \_\_\_\_\_ Date \_\_\_\_\_ Check if self-employed

Firm's name (or yours if self-employed), address, and ZIP + 4: RAFFA, P.C.  
1899 L STREET, NW, SUITE 900  
WASHINGTON, DC 20036

Preparer's SSN or PTIN (See Gen. Inst. X) \_\_\_\_\_

EIN \_\_\_\_\_

Phone no. (202) 822-5000

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Organization Exempt Under Section 501(c)(3)**

OMB No. 1545-0047

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

**2006**

Department of the Treasury  
Internal Revenue Service

**Supplementary Information-(See separate instructions.)**

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

Name of the organization <b>RAILS-TO-TRAILS CONSERVANCY</b>	Employer identification number <b>52 1437006</b>
--	---

**Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees**  
(See page 2 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
MARIANNE FOWLER 1100 17TH ST, WASHINGTON DC 20036	SR VP FEDERAL 40.00	REL 93,746.	10,441.	0.
JENNIFER KALEBA 1100 17TH ST, WASHINGTON DC 20036	DIR. OF COMM. 40.00	59,595.	13,411.	0.
TOM SEXTON 1100 17TH ST, WASHINGTON DC 20036	REGIONAL DIR. 40.00	65,192.	4,438.	0.
LAURA COHEN 1100 17TH ST, WASHINGTON DC 20036	REGIONAL DIR. 40.00	66,986.	16,204.	0.
RHONDA BORDER-BOOSE 1100 17TH ST, WASHINGTON DC 20036	REGIONAL DIR. 40.00	60,134.	5,018.	0.
Total number of other employees paid over \$50,000 ▶	3			

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶	0	

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
MAL WARWICK 2550 NINTH STREET SUITE 103, BERKELEY, CA 94710	DIRECT MAIL	539,218.
DIVERSIFIED IMAGING, INC. 631 GRAVES STREET, KERNERSVILLE, NC 27284	DIRECT MAIL	175,183.
THE MAGAZINE GROUP 1707 L STREET NW, 3RD FLOOR, WASHINGTON, DC 20036	MAGAZINE PROD.	153,100.
DATA MAX SOLUTIONS 12A MEEM AVE., GAITHERSBURG, MD 20877-1240	DIRECT MAIL	148,595.
SISK FULFILLMENT 1900 INDUSTRIAL PARK DR., FEDERALSBURG, MD 21632	MER. FULFILLMENT	75,730.
Total number of other contractors receiving over \$50,000 for other services ▶	2	

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

		Yes	No
1	During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ \$ <u>39,193.</u> (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.) Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.	X	
2	During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)		
a	Sale, exchange, or leasing of property? .....		X
b	Lending of money or other extension of credit? .....		X
c	Furnishing of goods, services, or facilities? .....		X
d	Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)? SEE PART V-A, FORM 990	X	
e	Transfer of any part of its income or assets? .....		X
3 a	Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) SEE STATEMENT 18	X	
b	Did the organization have a section 403(b) annuity plan for its employees? .....	X	
c	Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement .....		X
d	Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? .....		X
4 a	Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g .....		X
b	Did the organization make any taxable distributions under section 4966? .....		N/A
c	Did the organization make a distribution to a donor, donor advisor, or related person? .....		N/A
d	Enter the total number of donor advised funds owned at the end of the tax year .....		N/A
e	Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year .....		N/A
f	Enter the total number of separate funds or accounts owned at the end of the year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts .....		0.
g	Enter the aggregate value of assets in all funds or accounts included on line 4f at the end of the tax year .....		0.

Schedule A (Form 990 or 990-EZ) 2006

**Part IV Reason for Non-Private Foundation Status** (See pages 4 through 7 of the instructions.)

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

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

Provide the following information about the supported organizations. (See page 7 of the instructions.)

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

- 14  An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

**Part IV-A Support Schedule** (Complete only if you checked a box on line 10, 11, or 12.) Use cash method of accounting.  
 Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting.

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
<b>15</b> Gifts, grants, and contributions received. (Do not include unusual grants. See line 28.)	2,816,603.	2,053,242.	2,309,258.	2,376,577.	9,555,680.
<b>16</b> Membership fees received	2,359,950.	2,282,476.	2,304,543.	2,242,249.	9,189,218.
<b>17</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	550,508.	1,204,173.	945,887.	1,060,647.	3,761,215.
<b>18</b> Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	251,019.	222,629.	230,372.	137,481.	841,501.
<b>19</b> Net income from unrelated business activities not included in line 18					
<b>20</b> Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
<b>21</b> The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge					
<b>22</b> Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	36,095.	117,819.	SEE STATEMENT 19 58,925.		212,839.
<b>23</b> Total of lines 15 through 22	6,014,175.	5,880,339.	5,848,985.	5,816,954.	23,560,453.
<b>24</b> Line 23 minus line 17	5,463,667.	4,676,166.	4,903,098.	4,756,307.	19,799,238.
<b>25</b> Enter 1% of line 23	60,142.	58,803.	58,490.	58,170.	
<b>26</b> Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					<b>26a</b> 395,985.
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					<b>26b</b> 164,015.
c Total support for section 509(a)(1) test: Enter line 24, column (e)					<b>26c</b> 19,799,238.
d Add: Amounts from column (e) for lines: 18 <u>841,501.</u> 19 _____ 22 <u>212,839.</u> 26b <u>164,015.</u>					<b>26d</b> 1,218,355.
e Public support (line 26c minus line 26d total)					<b>26e</b> 18,580,883.
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					<b>26f</b> 93.8465%
<b>27</b> Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year: N/A	(2005)	(2004)	(2003)	(2002)	
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: N/A	(2005)	(2004)	(2003)	(2002)	
c Add: Amounts from column (e) for lines: 15 _____ 16 _____ 17 _____ 20 _____ 21 _____					<b>27c</b> N/A
d Add: Line 27a total _____ and line 27b total _____					<b>27d</b> N/A
e Public support (line 27c total minus line 27d total)					<b>27e</b> N/A
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					<b>27f</b> N/A
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					<b>27g</b> N/A %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					<b>27h</b> N/A %

**28 Unusual Grants:** For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15.

NONE

**Part V Private School Questionnaire** (See page 9 of the instructions.)

N/A

**(To be completed ONLY by schools that checked the box on line 6 in Part IV)**

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

**Part VI-A Lobbying Expenditures by Electing Public Charities** (See page 10 of the instructions.)  
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

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

<b>Limits on Lobbying Expenditures</b> (The term "expenditures" means amounts paid or incurred.)		(a) Affiliated group totals	(b) To be completed for all electing organizations
36	Total lobbying expenditures to influence public opinion (grassroots lobbying) .....	0.	0.
37	Total lobbying expenditures to influence a legislative body (direct lobbying) .....	0.	39,193.
38	Total lobbying expenditures (add lines 36 and 37) .....	0.	39,193.
39	Other exempt purpose expenditures .....	0.	6,618,901.
40	Total exempt purpose expenditures (add lines 38 and 39) .....	0.	6,658,094.
41	Lobbying nontaxable amount. Enter the amount from the following table -		
	<b>If the amount on line 40 is -</b>		
	<b>The lobbying nontaxable amount is -</b>		
	Not over \$500,000 .....	20% of the amount on line 40 .....	
	Over \$500,000 but not over \$1,000,000 .....	\$100,000 plus 15% of the excess over \$500,000 .....	
	Over \$1,000,000 but not over \$1,500,000 .....	\$175,000 plus 10% of the excess over \$1,000,000 .....	
	Over \$1,500,000 but not over \$17,000,000 .....	\$225,000 plus 5% of the excess over \$1,500,000 .....	
	Over \$17,000,000 .....	\$1,000,000 .....	
41	Grassroots nontaxable amount (enter 25% of line 41) .....	0.	482,905.
42	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 .....	0.	120,726.
43	Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36 .....	0.	0.
44	Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38 .....	0.	0.

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

**4-Year Averaging Period Under Section 501(h)**

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

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45	482,905.	426,490.	442,599.	422,217.	1,774,211.
46					2,661,317.
47	39,193.	53,176.	48,240.	54,108.	194,717.
48	120,726.	106,623.	110,650.	105,554.	443,553.
49					665,330.
50			0.	0.	0.

**Part VI-B Lobbying Activity by Nonelecting Public Charities**

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

N/A

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers .....			
b Paid staff or management (Include compensation in expenses reported on lines c through h.) .....			
c Media advertisements .....			
d Mailings to members, legislators, or the public .....			
e Publications, or published or broadcast statements .....			
f Grants to other organizations for lobbying purposes .....			
g Direct contact with legislators, their staffs, government officials, or a legislative body .....			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means .....			
i Total lobbying expenditures (Add lines c through h.) .....			0.

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

**Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations** (See page 13 of the instructions.)

**51** Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a** Transfers from the reporting organization to a noncharitable exempt organization of:

	Yes	No
<b>51a(i)</b>		X
<b>a(ii)</b>		X
<b>b(i)</b>		X
<b>b(ii)</b>		X
<b>b(iii)</b>		X
<b>b(iv)</b>		X
<b>b(v)</b>		X
<b>b(vi)</b>		X
<b>c</b>		X

- (i) Cash .....
- (ii) Other assets .....
- b** Other transactions:
  - (i) Sales or exchanges of assets with a noncharitable exempt organization .....
  - (ii) Purchases of assets from a noncharitable exempt organization .....
  - (iii) Rental of facilities, equipment, or other assets .....
  - (iv) Reimbursement arrangements .....
  - (v) Loans or loan guarantees .....
  - (vi) Performance of services or membership or fundraising solicitations .....

**c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees .....

**d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received: N/A

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

**52 a** Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?  Yes  No

**b** If "Yes," complete the following schedule: N/A

(a) Name of organization	(b) Type of organization	(c) Description of relationship

623152 01-18-07



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

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No. 1545-0047

**2006**

Name of organization

Employer identification number

**RAILS-TO-TRAILS CONSERVANCY**

**52-1437006**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( 3 ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

**General Rule-**

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

**Special Rules-**

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

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

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

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2006)

Name of organization

Employer identification number

**RAILS-TO-TRAILS CONSERVANCY**

**52-1437006**

**Part I Contributors** (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DR. AND MRS. PETER S. BING 1000 NORTH ALPINE DRIVE BEVERLY HILLS, CA 90210	\$ 100,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	KATHRYN R. LEWIS 784 COLUMBUS AVE APT 8E NEW YORK, NY 10025-5902	\$ 113,121.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	SURDNA FOUNDATION, INC. 330 MADISON AVENUE 30TH FLOOR NEW YORK, NY 10017-5001	\$ 200,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

**Rails-to-Trails Conservancy**  
**Form 990, Part II, Line 42 - Depreciation**  
**Form 990, Part IV, Line 57 - Land, Buildings, and Equipment**  
**Year Ended September 30, 2007**

**EIN: 52-1437006**

**ASSETS**

	<u>Beginning of Year</u>	<u>Additions</u>	<u>Disposals</u>	<u>End of Year</u>
Leasehold Improvements	\$ 48,087	\$ -	\$ -	\$ 48,087
Furniture and Equipment	<u>264,093</u>	<u>9,967</u>	<u>(121)</u>	<u>273,939</u>
<b>Total</b>	<u>\$ 312,180</u>	<u>\$ 9,967</u>	<u>\$ (121)</u>	<u>\$ 322,026</u>

**ACCUMULATED  
DEPRECIATION**

	<u>Beginning of Year</u>	<u>Current Year Depreciation</u>	<u>Disposals</u>	<u>End of Year</u>
Accumulated Depreciation	\$ 271,181	\$ 25,923	\$ (121)	\$ 296,983
<b>Total</b>	<u>\$ 271,181</u>	<u>\$ 25,923</u>	<u>\$ (121)</u>	<u>\$ 296,983</u>
<b>Net Fixed Assets</b>	<u>\$ 40,999</u>		<u>\$ -</u>	<u>\$ 25,043</u>

<p>Note: Property and equipment are recorded at cost and are being depreciated or amortized on a straight-line basis over their estimated useful lives of three to five years.</p>
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FORM 990 GAIN (LOSS) FROM PUBLICLY TRADED SECURITIES STATEMENT 1

DESCRIPTION	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	NET GAIN OR (LOSS)
GAIN ON SALES OF INVESTMENTS	228,743.	212,950.	0.	15,793.
TO FORM 990, PART I, LINE 8	228,743.	212,950.	0.	15,793.

FORM 990                      GAIN (LOSS) FROM SALE OF OTHER ASSETS                      STATEMENT    2

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED		
SALE OF LAND DONATED TO RTC WITH A VALUE OF \$22,500			DONATED		
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)
COUNTY OF ATLANTIC, NJ	47,500.	22,500.	0.	0.	25,000.
TO FM 990, PART I, LN 8	47,500.	22,500.	0.	0.	25,000.

FORM 990

INCOME AND COST OF GOODS SOLD  
INCLUDED ON PART I, LINE 10

STATEMENT 3

## INCOME

1. GROSS RECEIPTS . . . . .	58,672	
2. RETURNS AND ALLOWANCES . . . . .		
3. LINE 1 LESS LINE 2 . . . . .		58,672
4. COST OF GOODS SOLD (LINE 13) . . . . .	19,846	
5. GROSS PROFIT (LINE 3 LESS LINE 4) . . . . .		38,826

## COST OF GOODS SOLD

6. INVENTORY AT BEGINNING OF YEAR . . . . .	19,729	
7. MERCHANDISE PURCHASED . . . . .	30,909	
8. COST OF LABOR . . . . .		
9. MATERIALS AND SUPPLIES . . . . .		
10. OTHER COSTS . . . . .		
11. ADD LINES 6 THROUGH 10 . . . . .		50,638
12. INVENTORY AT END OF YEAR . . . . .	30,792	
13. COST OF GOODS SOLD (LINE 11 LESS LINE 12). . . . .		19,846

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**FORM 990**                      **OTHER CHANGES IN NET ASSETS OR FUND BALANCES**                      **STATEMENT**      **4**


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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS	78,053.
TOTAL TO FORM 990, PART I, LINE 20	78,053.

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**FORM 990**                                      **OTHER EXPENSES**                                      **STATEMENT**      **5**


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DESCRIPTION	(A) TOTAL	(B) PROGRAM SERVICES	(C) MANAGEMENT AND GENERAL	(D) FUNDRAISING
INSURANCE	25,715.	2,000.	23,715.	0.
BANK FEES	28,658.	15,099.	4,686.	8,873.
DUES AND SUBSCRIPTIONS	11,376.	11,291.	0.	85.
STAFF DEVELOPMENT	7,438.	7,239.	199.	0.
TAXES AND LICENSES	34,618.	29,092.	89.	5,437.
MISCELLANEOUS	87,890.	66,350.	16,740.	4,800.
ADVERTISING	17,677.	2,345.	13,332.	2,000.
INDIRECT COST ALLOCATION	0.	411,165.	<448,795.>	37,630.
OTHER PROFESSIONAL FEES	424,222.	173,519.	107,359.	143,344.
MERCHANDISE COSTS	71,496.	47,938.	10,391.	13,167.
LIST MANAGEMENT SERVICES	346,178.	231,936.	44,382.	69,860.
TOTAL TO FM 990, LN 43	1,055,268.	997,974.	<227,902.>	285,196.

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FORM 990	CASH GRANTS AND ALLOCATIONS TO OTHERS	STATEMENT	6
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CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS	AMOUNT
CONFERENCE SCHOLARSHIPS MI TRAILS AND GREENWAYS ALLIANCE 410 S. CEDAR SUITE A LANSING, MI 48912	625.
CONFERENCE SCHOLARSHIPS VALLEY MNT BIKERS & HIKERS PO BOX 22 SUTTON, AK 99674	510.
CONFERENCE SCHOLARSHIPS INDEPENDENT 1810 ARCTIC BLVD ANCHORAGE, AK 99503	275.
CONFERENCE SCHOLARSHIPS FRIENDS OF LAFITTE CORRIDOR PO BOX 19932 NEW ORLEANS, LA 70179	575.
CONFERENCE SCHOLARSHIPS LOCAL MOTION 1 STEELE ST, SUITE 103 BURLINGTON, VT 05401	200.
CONFERENCE SCHOLARSHIPS WEST MICHIGAN TRAILS PO BOX 325 COMSTOCK PARK, MI 49321	425.
CONFERENCE SCHOLARSHIPS WASHINGTON AREA BICYCLIST ASSOCIATION 1803 CONNECTICUT AVE NW, 3RD FL WASHINGTON, DC 20009	795.
CONFERENCE SCHOLARSHIPS TRANSPORTATION ALTERNATIVES 122 W 26TH ST, #1002 NEW YORK, NY 10001	795.
CONFERENCE SCHOLARSHIPS PORTLAND STATE UNIVERSITY 1417 SW 10TH AVE, #106 PORTLAND, OR 97201	275.



CONFERENCE SCHOLARSHIPS METRO 600 NE GRAND AVE PORTLAND, OR 97232	325.
CONFERENCE SCHOLARSHIPS EUGENE BICYCLE COALITIION 642 WIMBLEDON COURT EUGENE, OR 97401	275.
CONFERENCE SCHOLARSHIPS GREAT RIVERS GREENWAY DISTRICT 1000 ST LOUIS UNION STATION, #102 ST LOUIS, MO 63103	675.
CONFERENCE SCHOLARSHIPS CHICAGOLAND BICYCLE FEDERATION 9 W HUBBARD ST, #402 CHICAGO, IL 60610	3,000.
CONFERENCE SCHOLARSHIPS FRIENDS OF THE BLOMINGDALE TRAIL 2125 W. NORTH AVENUE CHICAGO, IL 60647	1,000.
CONFERENCE SCHOLARSHIPS NOACA 1299 SUPERIOR AVE CLEVELAND, OH 44114	715.
CONFERENCE SCHOLARSHIPS CLEVELAND CITY PLANNING COMMISSION ROOM 501 LAKESISDE AVE, NE CLEVELAND, OH 44114	714.
CONFERENCE SCHOLARSHIPS CLEVELAND CITY PLANANING 16600 LAVERNE AVE CLEVELAND, OH 44135	714.
CONFERENCE SCHOLARSHIPS SLAVIC VILLAGE DEVELOPMENT 5620 BROADWAY AVE, #200 CLEVELAND, OH 44127	714.
CONFERENCE SCHOLARSHIPS ECO CITY CLEVELAND 3500 LORAIN AVE CLEVELAND, OH 44113	714.

CONFERENCE SCHOLARSHIPS CLEVELAND DEPT OF PUBLIC HEALTH 1925 ST. CLAIR AVENUE, 2ND FL CLEVELAND, OH 44114	714.
CONFERENCE SCHOLARSHIPS CUYAHOGA COUNTY ENGINEER 2100 SUPERIOR VIADUCT CLEVELAND, OH 44113	555.
CONFERENCE SCHOLARSHIPS VOLUSIA COUNTY FLORIDA 202 N FLORIDA AVE DELAND, FL 32720	475.
CONFERENCE SCHOLARSHIPS MIAMI-DADE COUNTY PARKS & REC 275 NW 2ND ST, HICKMAN BLDG 4TH FL MIAMI, FL 33128	475.
CONFERENCE SCHOLARSHIPS FRIENDS OF GAINESVILLE-HAWTHORNE TRAIL 3215 NW 17TH STREET GAINESVILLE, FL 32605	325.
CONFERENCE SCHOLARSHIPS BAY AREA BICYCLE COALITION 816 WAWONA AVE OAKLAND, CA 94610	325.
CONFERENCE SCHOLARSHIPS SHEBOYGAN COUNTY PLANNING & RESOURCES 508 NEW YORK AVE SHEBOYGAN, WI 53081-4126	650.
CONFERENCE SCHOLARSHIPS CITY OF COLUMBIA 701 EAST BROADWAY COLUMBIA, MO 65205-6015	325.
CONFERENCE SCHOLARSHIPS TRANSIT FOR LIVABLE COMMUNITIES 626 SELBY AVENUE ST. PAUL, MN 55104	650.
CONFERENCE SCHOLARSHIPS MARIN COUNTY DEPARTMENT OF PUBLIC WORKS 3501 CIVIC CENTER DRIVE, RM 304 SAN RAFAEL, CA 94903	325.

## RAILS-TO-TRAILS CONSERVANCY

52-1437006

CONFERENCE SCHOLARSHIPS SHEBOYGAN COUNTY, WI 508 NEW YORK AVE SHEBOYGAN, WI 53081-4126	325.
TRAIL DEVELOPMENT GRANTS WESTERN MD RAIL TRAIL SUPPORT 77 W MAIN STREET HANCOCK, MD 21750	2,500.
TRAIL DEVELOPMENT GRANTS C&O CANAL ASSOCIATION PO BOX 366 GLEN ECHO, MD 20817-0366	2,500.
TRAIL DEVELOPMENT GRANTS STEEL VALLEY TRAIL COUNCIL 22 TERMINAL WAY PITTSBURGH, PA 15219	10,000.
TRAIL DEVELOPMENT GRANTS SUNRISE TRAIL COALITION 91 BENNOCK ROAD ORONO, ME 04473	3,000.
TRAIL DEVELOPMENT GRANTS SOMERSET COUNTY 300 NORTH CENTER AVE, #540 SOMERSET, PA 15501	5,000.
TRAIL DEVELOPMENT GRANTS CLARK STRATEGIC COMMUNICATIONS 39 FRANKLIN STREET, #4 SOMEVILLE, MA 02145	1,200.
TRAIL DEVELOPMENT GRANTS ALLEGHENY VALLEY TRAIL ASSN BOX 264 FRANKLIN, PA 16323	4,200.
TRAIL DEVELOPMENT GRANTS BOROUGH OF PORTLAND 104 DIVISION ST PO BOX 295 PORTLAND, PA 18351	3,000.
TRAIL DEVELOPMENT GRANTS MORPC 285 E. MAIN STREET COLUMBUS, OH 43215	5,000.

TRAIL DEVELOPMENT GRANTS  
 FAIRFIELD HERITAGE TRAIL ASSN  
 65 EAST STATE STREET  
 COLUMBUS, OH 43215

500.

TRAIL DEVELOPMENT GRANTS  
 FRIENDS OF THE BLOOMINGDALE  
 2125 W. NORTH AVENUE  
 CHICAGO, IL 60647

15,000.

TRAIL DEVELOPMENT GRANTS  
 THE VILLAGE OF UNION CITY  
 419 EAST ELM STREET  
 UNION CITY, OH 45390

80,000.

TRAIL DEVELOPMENT GRANTS  
 TOWN OF SUFFIELD  
 83 MOUNTAIN ROAD  
 SUFFIELD, CT 06078

51,000.

TRAIL DEVELOPMENT GRANTS  
 TOWN OF SOUTHWICK  
 454 COLLEGE HIGHWAY  
 SOUTHWICK, MA 01077

34,000.

TOTAL INCLUDED ON FORM 990, PART II, LINE 22B

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 235,365.
 

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FORM 990

CASH GRANTS AND ALLOCATIONS  
TO INDIVIDUALS

STATEMENT 7

<u>CLASS OF ACTIVITY/DONEE'S NAME AND ADDRESS</u>	<u>DONEE'S RELATIONSHIP</u>	<u>AMOUNT</u>
CONFERENCE SCHOLARSHIPS ALEX KELTER - FAYEZ ROMMAN (MD) 6485 LONGRIDGE WAY SACRAMENTO, CA 95831	NONE	165.
CONFERENCE SCHOLARSHIPS DAVID SCHAENGOLD - CNT 2125 WEST NORTH AVENUE CHICAGO, IL 60647	NONE	1,000.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22B		<u>1,165.</u>

DESCRIPTION OF PROGRAM SERVICE ONE

DIRECT PROJECT ASSISTANCE/RESEARCH-THE CONSERVANCY ASSISTS IN BUILDING TRAILS THROUGH A VARIETY OF PROGRAMS. ITS EARLY WARNING SYSTEM NOTIFIES COMMUNITIES, STATE AND LOCAL AGENCIES OF UPCOMING RAILWAY ABANDONMENT. THE CONSERVANCY PROVIDES TECHNICAL ASSISTANCE THROUGH ITS TRAILS AND GREENWAYS CLEARINGHOUSE AND THROUGH THE TRAILDART PROGRAM THAT PROVIDES A DEVELOPMENT ASSISTANCE RESPONSE TEAM FOR RAIL-TRAIL PROJECTS.

	<u>GRANTS</u>	<u>EXPENSES</u>
TO FORM 990, PART III, LINE A	<u>197,030.</u>	<u>1,737,150.</u>

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 9

DESCRIPTION OF PROGRAM SERVICE TWO

REGIONAL PROGRAMS-THE CONSERVANCY MAINTAINS FIELD OFFICES IN NORTHEAST, MIDWEST, SOUTH AND WEST TO SUPPORT RAIL-TRAIL DEVELOPMENT AT THE LOCAL LEVEL. FIELD OFFICE ACTIVITIES INCLUDE PROMOTION OF LOCAL POLICY TO SUPPORT TRAIL BUILDING, DEVELOPMENT OF STATEWIDE TRAIL INVENTORIES AND DEVELOPMENT PLANS, TECHNICAL ASSISTANCE FOR LOCAL PROJECTS, AND TRAINING AND EDUCATION FOR COMMUNITIES AND TRAIL BUILDING GROUPS.

TO FORM 990, PART III, LINE B

GRANTS	EXPENSES
37,225.	1,348,664.

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 10

DESCRIPTION OF PROGRAM SERVICE THREE

PUBLIC INFORMATION/EDUCATION-THE CONSERVANCY PROMOTES THE BENEFITS OF RAIL-TRAILS TO THE PUBLIC. RAIL-TRAILS PROVIDE PLACES FOR CYCLISTS, HIKERS, WALKERS AND RUNNERS TO EXERCISE AND EXPERIENCE THE MANY NATURAL AND CULTURAL WONDERS OF THE NATION'S ENVIRONMENTS. BY PROVIDING A PLACE FOR SO MANY TYPES OF RECREATION USE, RAIL-TRAILS CAN GREATLY HELP TO IMPROVE PUBLIC HEALTH. THE CONSERVANCY PROVIDES RAIL-TRAILS INFORMATION THROUGH ITS WEBSITE, QUARTERLY MAGAZINE, MEDIA OUTLETS AND PUBLICATIONS.

TO FORM 990, PART III, LINE C

GRANTS

EXPENSES

997,415.



FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 11

DESCRIPTION OF PROGRAM SERVICE FOUR

NATIONAL POLICY - THE CONSERVANCY PROMOTES POLICY AT THE NATIONAL AND STATE LEVELS TO CREATE THE CONDITIONS THAT MAKE TRAIL BUILDING POSSIBLE. THE CONSERVANCY IS A LEADER IN THE FIGHT TO PROTECT THE FEDERAL TRANSPORTATION ENHANCEMENTS PROGRAM, WHICH IS THE LARGEST SOURCE OF FUNDING FOR TRAIL DEVELOPMENT. WE STEADFASTLY DEFEND THE FEDERAL RAILBANKING STATUTE IN THE CONGRESS AND THE COURTS AS AN ESSENTIAL TOOL TO PRESERVE UNUSED RAIL CORRIDORS. WE ALSO MONITOR LITIGATION ON CASES INVOLVING ENFORCEMENT OF FEDERAL LAWS RELATED TO RAIL BANKING.

	<u>GRANTS</u>	<u>EXPENSES</u>
TO FORM 990, PART III, LINE D	2,275.	665,486.

FORM 990

STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE  
PART III

STATEMENT 12

EXPLANATION

RAILS-TO-TRAILS CONSERVANCY (RTC) IS DEDICATED TO WORKING WITH COMMUNITIES TO PRESERVE AND TRANSFORM UNUSED RAIL CORRIDORS INTO LINEAR PARKS THAT ENHANCE THE HEALTH OF AMERICA'S ENVIRONMENT, ECONOMY, NEIGHBORHOODS AND PEOPLE.

RTC IS THE LEADING NATIONAL ORGANIZATION OF THE RAIL-TRAILS MOVEMENT AND A RECOGNIZED LEADER IN THE GREENWAYS MOVEMENT. FOUNDED IN 1985, RTC IS A NONPROFIT PUBLIC CHARITY WITH 100,000 MEMBERS AND SUPPORTERS AROUND THE COUNTRY. RTC FACILITATES THE ACQUISITION AND PRESERVATION OF AMERICA'S UNUSED RAIL CORRIDORS, HELPING LOCAL ORGANIZATIONS AND GOVERNMENTS CONVERT THEM TO MULTI-USE RAIL-TRAILS TO ENHANCE THE HEALTH OF PEOPLE AND COMMUNITIES. RTC SERVES AS A PROTECTOR OF THESE NEGLECTED ASSETS, PRESERVING THEM BEFORE THEY ARE LOST FOREVER.

RAIL-TRAILS HAVE AN AMAZING RANGE OF BENEFITS BEYOND PRESERVATION OF AN IMPORTANT PART OF OUR HISTORY. THEY PROVIDE SAFE, ACCESSIBLE SPACES FOR RECREATIONAL AND FITNESS ACTIVITIES SUCH AS BIKING, SKIING, SKATING OR JUST STROLLING, ENABLING PEOPLE TO CONNECT WITH EACH OTHER WHILE ENHANCING THE QUALITY OF THEIR LIVES AND HEALTH. RAIL-TRAILS PRESERVE NATIVE WILDERNESS AND ANIMAL HABITAT. THEY PROVIDE LOGICAL ROUTES FOR NON-AUTOMOTIVE TRANSPORTATION AND CONNECT PEOPLE WITH EACH OTHER WITHIN AND BETWEEN COMMUNITIES. WORKING WITH CITIZENS GROUPS, PUBLIC AGENCIES, RAILROAD COMPANIES AND OTHER ORGANIZATIONS AS PARTNERS, RTC IS CONNECTING PEOPLE AND COMMUNITIES WITH A NATIONWIDE NETWORK OF TRAILS.

FORM 990	OTHER PROGRAM SERVICES	STATEMENT 13
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DESCRIPTION OF OTHER PROGRAM SERVICES	GRANTS AND ALLOCATIONS	EXPENSES
MEMBER PROGRAMS	0.	300,465.
TRAIL CONSERVANCY	0.	59,416.
TOTAL TO FORM 990, PART III, LINE E		359,881.

FORM 990	NON-GOVERNMENT SECURITIES	STATEMENT 14
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SECURITY DESCRIPTION	COST/FMV	CORPORATE STOCKS	CORPORATE BONDS	OTHER PUBLICLY TRADED SECURITIES	TOTAL NON-GOV'T SECURITIES
COMMON STOCKS	FMV	716,244.			716,244.
CORPORATE BONDS	FMV		423,878.		423,878.
TO FORM 990, LINE 54A, COL B		716,244.	423,878.		1,140,122.

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**FORM 990      PART V-A - LIST OF CURRENT OFFICERS, DIRECTORS,      STATEMENT 15**  
**TRUSTEES AND KEY EMPLOYEES**


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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KEITH LAUGHLIN 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	PRESIDENT 40.00	177,271.	23,540.	0.
ANDREA BROCK 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VP DEVELOPMENT 40.00	70,125.	3,307.	0.
JEFFREY CIABOTTI 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VP TRAIL DEVELOPMENT 40.00	89,533.	17,763.	0.
CINDY DICKERSON 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VP FINANCE 37.50	101,265.	18,536.	0.
KEVIN MILLS 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VP POLICY 40.00	113,121.	19,316.	0.
ERIC EDEN 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VP BRAND STRATEGY 40.00	99,817.	10,855.	0.
REBECCA RILEY 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	CHAIR 1.00	0.	0.	0.
DAVID INGEMIE 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	TREASURER 1.00	0.	0.	0.
JOE BARROW, JR. 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VICE CHAIR 1.00	0.	0.	0.
CHARLES MARSHALL 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	VICE CHAIR 1.00	0.	0.	0.
CHIP ANGLE 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.

JAMES BELLAS 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
JENNIE E. GERARD 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
PETER GOLDMAN 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
M. KATHERINE KRAFT 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
DEBORAH LATHEN 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
STEPHEN THOMAS 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
GUY WILLIAMS 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
TOM MURPHY 2121 WARD PLACE NW, 5TH FLOOR WASHINGTON, DC 20036	BOARD MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON FORM 990, PART V-A		<u>651,132.</u>	<u>93,317.</u>	<u>0.</u>

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FORM 990	LIST OF STATES RECEIVING COPY OF RETURN PART VI, LINE 90	STATEMENT	16
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## STATES

AL, AK, AZ, AR, CA, CO, CT, FL, GA, IL, KS, KY, LA, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, OH  
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI

FORM 990

PART VIII - RELATIONSHIP OF ACTIVITIES TO  
ACCOMPLISHMENT OF EXEMPT PURPOSES

STATEMENT 17

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
93A	MEETINGS AND EVENTS-INCOME DERIVED FROM INTERNATIONAL, NATIONAL AND FIELD OFFICE MEETINGS. RTC MEETINGS ARE EDUCATIONAL IN NATURE & BRING TOGETHER TRAIL BUILDING CONSTITUENTS TO SHARE IDEAS AND GENERATE MOMENTUM FOR THE TRAIL BUILDING MOVEMENT. NETWORKING, BEST PRACTICES AND IDEA EXCHANGES RESULT IN THE CONTINUAL IMPROVEMENT AND EXPANSION OF TRAIL BUILDING.
93B	CONTRACTS-INCOME DERIVED FROM THE PROFESSIONAL TECHNICAL ASSISTANCE (PLANNING, DESIGN AND CONSTRUCTION) PROVIDED BY RTC PROGRAM STAFF TO COMMUNITIES THROUGHOUT THE COUNTRY.
102	MERCHANDISE AND PUBLICATION SALES-INCOME DERIVED FROM THE SALE OF TRAIL GUIDEBOOKS AND RTC MERCHANDISE. RTC TRAIL GUIDEBOOKS PROVIDE REGIONAL DETAILED INFORMATION ABOUT OPEN AND ACTIVE RAIL-TRAILS THAT EXPAND THE USE OF EXISTING RAIL-TRAILS BY THE GENERAL PUBLIC AND PROMOTE HEALTHY AND ACTIVE LIFESTYLES. RTC MERCHANDISE SALES PROMOTE THE IDEOLOGY AND POSITIVE BENEFITS OF RAIL-TRAILS.
103A	MISCELLANEOUS INCOME RECEIVED FROM ACTIVITIES DIRECTLY RELATED TO RTC'S EXEMPT PURPOSE.
103D	REIMBURSEMENT OF MANAGEMENT FEES AND EXPENSES FOR SERVICES PROVIDED TO EXEMPT ORGANIZATIONS WITH SIMILAR EXEMPT PURPOSES.

SCHEDULE A

EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS  
PART III, LINE 3A

STATEMENT 18

RTC PROVIDES SCHOLARSHIPS TO ATTEND TRAILLINK, OUR INTERNATIONAL TRAILS CONFERENCE THAT OCCURS EVERY TWO YEARS. SCHOLARSHIPS ARE AWARDED TO INDIVIDUALS BASED ON FINANCIAL NEED OR TO SUPPORT THE TRAILLINK PROGRAM AND CONTRIBUTE TOWARDS THE OVERALL DIVERSITY OF THE ATTENDEES. MOST SCHOLARSHIPS ARE FUNDED THROUGH RESTRICTED GRANTS THAT REQUIRE THE SCHOLARSHIP RECIPIENTS BE LOCATED WITHIN A PARTICULAR GEOGRAPHIC REGION (INCLUDING INTERNATIONAL) OR REPRESENT A PARTICULAR TYPE OF COMMUNITY (UNDERSERVED, ETC.) THOSE RESTRICTIONS ARE THE FIRST SET OF CRITERIA THAT A SCHOLARSHIP RECIPIENT MUST MEET. RTC REQUIRES THAT ALL SCHOLARSHIP RECIPIENTS BE PART OF THE TRAILS PROFESSION OR RELATED INTER-DISCIPLINARY FIELDS AND BE WILLING AND ABLE TO ACTIVELY PARTICIPATE IN THE FULL CONFERENCE. OTHER FACTORS IN SELECTION INCLUDE RESTRICTING SCHOLARSHIPS FOR ONE REPRESENTATIVE FROM AN ORGANIZATION AND PREFERENCE TO THOSE WHO HAVE NEVER ATTENDED TRAILLINK IN THE PAST. EACH POTENTIAL SCHOLARSHIP RECIPIENT MUST COMPLETE A WRITTEN APPLICATION TO BE CONSIDERED. SCHOLARSHIP RECIPIENTS ARE ENCOURAGED TO VOLUNTEER 2-4 HOURS OF TIME DURING THE CONFERENCE.

SCHEDULE A	OTHER INCOME			STATEMENT 19
DESCRIPTION	2005 AMOUNT	2004 AMOUNT	2003 AMOUNT	2002 AMOUNT
MISCELLANEOUS	36,095.	117,819.	58,925.	0.
TOTAL TO SCHEDULE A, LINE 22	36,095.	117,819.	58,925.	0.

# Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
  - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

Section 501(c) corporations required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

**Electronic Filing (e-file).** Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

<b>Type or print</b>	Name of Exempt Organization <b>RAILS-TO-TRAILS CONSERVANCY</b>	Employer identification number <b>52-1437006</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>2121 WARD PLACE NW, 5TH FLOOR</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>WASHINGTON, DC 20036</b>	

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

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

- The books are in the care of ▶ **RAILS-TO-TRAILS CONSERVANCY**  
Telephone No. ▶ **202-331-9696** FAX No. ▶ \_\_\_\_\_
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) \_\_\_\_\_. If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a section 501(c) corporation required to file Form 990-T) extension of time until **MAY 15, 2008** to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ▶  calendar year \_\_\_\_\_ or  
 ▶  tax year beginning **OCT 1, 2006**, and ending **SEP 30, 2007**.

2 If this tax year is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	<b>\$</b>	
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	<b>\$</b>	
c <b>Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	<b>\$</b>	<b>N/A</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.