MAYOR AND CITY COUNCIL OF BALTIMORE

Plaintiff,

v.

BP P.L.C., et al.

Defendants.

* IN THE

* CIRCUIT COURT

* FOR BALTIMORE CITY

* Case No. 24-C-18-004219

* Specially Assigned to the Hon. Videtta A. Brown

PLAINTIFF MAYOR AND CITY COUNCIL OF BALTIMORE'S MEMORANDUM OF LAW IN OPPOSITION TO DEFENDANT HESS CORPORATION'S SUPPLEMENTAL MOTION TO PARTIALLY DISMISS PLAINTIFF'S COMPLAINT FOR FAILURE TO STATE A CLAIM

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I. INTRODUCTION

On July 20, 2018, the Mayor and City Council of Baltimore ("City") filed a detailed Complaint with extensive allegations about corporate misconduct by Hess Corporation ("Hess") and other defendants (collectively, "Defendants"). The City alleges that, over many decades, Hess and other Defendants failed to warn that the intended use of their fossil fuel products would lead to catastrophic climatic consequences, and instead waged a sophisticated campaign of deception to knowingly conceal and misrepresent the hazards of their products. In doing so, Hess and others have violated the Maryland Consumer Protection Act ("MCPA") and committed other torts.

Hess filed a motion to dismiss the City's MCPA claim against it ("Motion"), contending that the Complaint does not isolate specific misrepresentations made by Hess. However, as detailed in the City's memorandum in opposition to Defendants' joint motion to dismiss for failure to state a claim ("Opposition"), which the City incorporates by reference here, Hess and other Defendants have committed numerous unfair and deceptive trade practices, including by failing to disclose and knowingly concealing their fossil fuel products' climatic risks. *See* Opp. at Part IV.D.5. The City also alleges actionable misrepresentations attributable to Hess under a concert-of-action theory. The Complaint's allegations sufficiently notify Hess of the MCPA claim against it, and satisfy the heightened pleading requirement applicable to only a portion of the City's MCPA claim.

Hess also contends the three-year statute of limitations applicable to MCPA claims bars the City's claim against it. However, Hess and others obscured the existence and operation of their deception campaign through third party surrogates, which prevented the City from uncovering the bases for its claims. This fraudulent concealment tolled the statute of limitations, rendering Hess's and others' pre-2015 conduct actionable. A jury should decide when the City reasonably could have uncovered the facts essential to its MCPA claim. The Court should deny the Motion.

II. ARGUMENT

A. The City's Allegations Sufficiently Notify Hess of the Claims Against It.

Hess first contends that the MCPA claim against it must be dismissed because the Complaint does not isolate specific misrepresentations, or other violative conduct, by Hess alone. Mot. at 3–5. But the Complaint explains how Hess and others have violated the MCPA, and identifies misrepresentations attributable to Hess under a concert-of-action theory.

1. The Complaint Explains How Hess Has Violated the MCPA.

The Complaint extensively details Hess's and other Defendants' long-running campaigns to deny, and spread disinformation about, the links between their fossil fuel products and climate change. See Compl. ¶ 1, 6–7, 141–70. Hess for many years owned gas stations throughout Maryland, at which it marketed and sold gasoline and other fossil fuel products to consumers. Id. ¶ 28(e). In marketing and selling its fossil fuel products, Hess, like other Defendants, failed to disclose, and knowingly concealed and omitted, material facts about its products' climatic risks, with the intent that consumers rely on such misstatements and omissions in continuing to buy its products. See id. ¶¶ 140–70, 295–96. Hess's and other Defendants' misleading and deceptive conduct has unlawfully deceived consumers about the severe climatic risks that fossil fuels pose, see id. ¶ 170, resulting in expanded use of fossil fuels that has exacerbated the City's climate-related injuries and the costs of mitigating them, see id. ¶¶ 179–80, 190–217, 298.

These allegations suffice to allege that Hess engaged in unfair, abusive, or deceptive trade practices prohibited under the MCPA. See Md. Code Ann., Com. Law §§ 13-301, 13-303. For

¹ Hess and other Defendants have known or been notice of these risks since at least the 1960s, see id. ¶¶ 103-04, in part by virtue of their membership in the American Petroleum Institute ("API"), see Compl. ¶¶ 107-08 (describing scientific reports prepared for API in 1968 and 1969 describing the role of fossil fuels in contributing to global warming and how "the potential damage to our environment could be severe," which were made available to API's members); see also id. ¶ 31(a) (Hess and/or its predecessors have been API members at relevant times).

example, Hess's failure to disclose material facts about its fossil fuel products' climatic risks, which has deceived the City and other consumers, qualifies as an actionable "[f]ailure to state a material fact if the failure deceives or tends to deceive," see Md. Code Ann., Com. Law § 13-301(3);² see also Proctor v. Am. Offshore Powerboats, LLC, 2005 WL 8174466, at *2 (D. Md. Feb. 8, 2005) (denying motion to dismiss § 13-301(3) claim based on defendant's "failure to disclose the powerboat's defects and associated risks"). And, as discussed further below, Hess's knowing concealment and omission of the risks of its fossil fuel products, which were intended to induce consumers to keep buying its fossil fuel products, qualify as violations of § 13-301(9). See Lloyd v. Gen. Motors Corp., 397 Md. 108, 150-54 (2007) (plaintiffs stated claim under § 13-301(9) based on allegations that defendant automakers knew the risk of injury from weak seatbacks but "engaged in a 30-year cover-up of the product malfunction" and "concealed" that defect).

Contrary to Hess's arguments, moreover, no Maryland case law proscribes the use of collective allegations, and federal courts applying Maryland law have often held that such allegations "provide defendants with 'fair notice' of the claims against them 'and the grounds upon which [they] rest." State v. Exxon Mobil Corp., 406 F. Supp. 3d 420, 476 (D. Md. 2019) (quotation omitted) (rejecting defendants' argument that "group pleading" was "improper"). Here, the

² Although the Complaint expressly refers to only §§ 13-301(1) and (9), see Compl. ¶ 292, it also states a violation of § 13-301(3) by alleging that the climatic risks of fossil fuel products are material to Maryland consumers, see id. ¶¶ 295-96, and that Hess and others failed to warn of those risks while marketing and selling their products, see id. ¶¶ 141-70, 241, 274, which has deceived consumers, id. ¶ 170. See Tavakoli-Nouri v. State, 139 Md. App. 716, 730 (2001) ("The critical inquiry is not whether the complaint specifically identifies a recognized theory of recovery, but whether it alleges specific facts that, if true, would justify recovery under any established theory.").

³ See also Doll v. Ford Motor Co., 814 F. Supp. 2d 526, 545–46, 548 (D. Md. 2011) (MCPA claim stated with allegations that defendant "concealed, suppressed, and omitted material facts regarding the inherent defect," "knew the vehicles were defective[,] and intended for the Plaintiffs to rely on its concealment of these material facts").

⁴ See also, e.g., Chevron U.S.A. Inc. v. Apex Oil Co., 113 F. Supp. 3d 807, 815 n.1 (D. Md. 2015) (collecting cases to show that "[n]othing in [Federal Rule of Civil Procedure] 8 prohibits collectively referring to multiple defendants where the complaint alerts defendants that identical claims are asserted against each defendant" (quotation omitted)); Lackey v. MWR Investigations, Inc., 2015 WL 132613, at *2-3 (D. Md. Jan. 8, 2015) (rejecting argument that complaint improperly grouped defendants and explaining "presum[ption] that all allegations made against the defendants collectively applied equally to the individual defendant" (collecting cases)).

Complaint's collective allegations are permissible because the City alleges each Defendant engaged in the same wrongful conduct by deploying campaigns to deceive and mislead consumers and the public about the link between their fossil fuel products and climate change. See, e.g., Compl. ¶¶ 1, 6–7, 141–70, 295–96. These allegations adequately allege each element of the City's MCPA and other claims, see Opp. at Part IV.D.1–IV.D.5, and provide Hess notice of all claims against it. See Tshiani v. Tshiani, 436 Md. 255, 270 (2013) ("The primary purpose behind our pleading standards is notice.").

2. The Allegations Concerning API's Conduct Are Imputable to Hess.

The Complaint also sufficiently alleges that Hess acted in concert with other Defendants and the American Petroleum Institute ("API") to hold Hess jointly liable for MCPA violations committed with and through API.

The Maryland Supreme Court has long "recognized joint and several liability for 'true' joint tortfeasors, defined as tortfeasors who act in concert." Consumer Prot. Div. v. Morgan, 387 Md. 125, 177 (2005). This principle applies where multiple persons "concurred in making [a tortious] misrepresentation." Purdum v. Edwards, 155 Md. 178 (1928). "Those who actively participate in the wrongful act, by cooperation or request, or who lend aid, encouragement or countenance to the wrongdoer, or approval to his acts done for their benefit, are equally liable with him." Morgan, 387 Md. at 178 (quoting Prosser, Joint Torts and Several Liability, 25 Calif. L. Rev. 413, 429–30 (1936)). Importantly, "[e]xpress agreement is not necessary; all that is required is that there shall be a common design or understanding." Id. (quotation omitted).

The Complaint alleges that Hess acted in concert with other Defendants, including through its participation in API. See Compl. ¶¶ 31, 147, 219, 242, 254, 275. Hess and its predecessors have been API members at times relevant to the litigation. Id. ¶ 31(a). According to Hess's own website, its Chief Executive Officer ("CEO") John B. Hess currently "serves on the Executive Committee

of the American Petroleum Institute,"⁵ and API's judicially noticeable tax returns indicate that Mr. Hess served on API's Board of Directors from at least 2015 to 2021.⁶

API has played a vital role in Defendants' campaign of deception and denial. See id. ¶¶ 31, 154, 158-59, 162-67. For example, in 1996, API "published an extensive report ... warning against concern over [] buildup" of greenhouse gases "and any need to curb consumption" of fossil fuels, and "den[ying] the human connection to climate change." Id. ¶ 154. API also developed a multi-million-dollar Global Climate Science Communications Plan with the express aim of convincing "average citizens" to "recognize[] uncertainties in climate science." Id. ¶ 158. API's false and misleading statements and misrepresentations about climate change and its connection to fossil fuel use had the capacity to deceive consumers, and indeed were intended to do so, and therefore plausibly qualify as violations of Md. Code Ann., Com. Law §§ 13-301(1) and 13-301(9). API engaged in such misrepresentations on behalf of Defendants including Hess, see

⁵ Hess, John B. Hess, Chief Executive Officer, https://investors.hess.com/management/john-hess (last visited Dec. 11, 2023). Hess seeks judicial notice of various SEC filings to support its factual assertion that it divested its retail marketing assets in September 2014. See Mot. at 6 & nn.3-4. The City requests that the Court similarly take judicial notice of the fact that Hess's CEO John B. Hess serves on API's Executive Committee. This fact is not subject to reasonable dispute because it is listed on Hess's own website, a source whose accuracy Hess cannot reasonably question. See Md. Rule 5-201; see also Dashiell v. Meeks, 396 Md. 149, 175 & n.6 (2006) (noticeable adjudicative facts include "facts about the parties and their activities, businesses and properties" (quoting Montgomery Cnty. v. Woodward & Lothrop, Inc., 280 Md. 686, 711-12 (1977)).

⁶ See Am. Petroleum Inst., Form 990 at 2 (2015) (relevant excerpts attached as Ex. 1), https://apps.irs.gov/pub/epost card/cor/130433430_201512_9900_2017040714261686.pdf; Am. Petroleum Inst., Form 990 at 2 (2016) (relevant excerpts attached as Ex. 2), https://apps.irs.gov/pub/epostcard/cor/130433430_201612_9900_2018011115111922.p df; Am. Petroleum Inst., Form 990 at 2 (2017) (relevant excerpts attached as Ex. 3), https://apps.irs.gov/pub/epostcard/cor/130433430_201712_9900_2019022516126496.pdf; Am. Petroleum Inst., Form 990 at 2 (2018) (relevant excerpts attached as Ex. 4), https://apps.irs.gov/pub/epostcard/cor/130433430_201812_9900_2020011717044301.pdf; Am. Petroleum Inst., Form 990 at 3 (2019) (relevant excerpts attached as Ex. 5), https://projects.propublica.org/nonprofits/organizations/130433430/202023219349305147/full; Am. Petroleum Inst., Form 990 at 2 (2020) (relevant excerpts attached as Ex. 6), https://apps.irs.gov/pub/epostcard/cor/130433430_202012_9900_2022102720604032.pdf; Form 990 at 2 (2021) (relevant excerpts attached as Ex. 7), https://apps.irs.gov/pub/epostcard/cor/130433430_202112_9900_2023051821266287.pdf. The City similarly requests that the Court take judicial notice of the fact that Mr. Hess served on API's Board of Directors from at least 2015 to 2021, which is not subject to reasonable dispute and readily verifiable from API's submissions to the IRS.

⁷ As alleged, "each Defendant's fossil fuel promotion and marketing efforts were assisted by [] trade associations" including API, who, "[a]cting on behalf of the Defendants, ... engaged in a long-term course of conduct to

Compl. ¶¶ 31, 158, and Hess has participated in API's misleading messaging through its membership in API, id. ¶ 31(a), and by holding high leadership positions within the trade organization through its CEO, see supra nn.5–6. Taking the Complaint's allegations as true and drawing reasonable inferences in the City's favor, Hess acted in concert with other Defendants and API by funding, encouraging, ratifying, and otherwise aiding API's knowingly false and misleading conduct, and is thus jointly liable for API's conduct.

3. The City Has Pleaded Its MCPA Claim with Sufficient Particularity.

Hess acknowledges that Maryland's heightened pleading requirement applies to only a subset of the City's MCPA claim against it: the subset asserting violations of Md. Code Ann., Com. Law § 13-301(9).8 See Mot. at 5 n.2. Section 13-301(9) makes unlawful any "[d]eception, fraud, false pretense, false premise, misrepresentation, or knowing concealment, suppression, or omission of any material fact with the intent that a consumer rely on the same in connection with ... [t]he promotion or sale of any consumer goods." Hess argues that the City fails to plead a § 13-301(9) claim with sufficient particularity. Mot. at 5 n.2. That portion of the City's MCPA claim is sufficiently pleaded, however, because the Complaint exhaustively describes the multi-decade deception and concealment campaign that Hess participated in. See Compl. ¶¶ 141-70, 295-96.

misrepresent, omit, and conceal the dangers of Defendants' fossil fuel products." Compl. ¶ 31. Because API's misrepresentations on Defendants' behalf were integral to their deceptive scheme "designed to influence consumers to continue using Defendants' fossil fuel products irrespective of those products' damage to communities and the environment," id. ¶ 147, they qualify as actionable violations of the MCPA. See Hoffman v. Stamper, 385 Md. 1, 32 (2005) (a non-seller that "was an integral part of the entire scheme of deceptive trade practices committed in [a] sale" or offer for sale is liable under the MCPA if the induced transactions "would not have proceeded . . . absent" its conduct); White v. Kennedy Krieger Inst., Inc., 221 Md. App. 601, 654 (2015) ("[M]isrepresentations of a third party [that] are a necessary component in a larger conspiracy to induce a consumer to buy or lease consumer goods . . . fall squarely within the scope of behavior the [M]CPA was designed to prohibit."); Morris v. Osmose Wood Pres., 340 Md. 519, 541 (1995) (MCPA lability extends to non-sellers whose deceptive practices "so infect the sale or offer for sale to a consumer that the law would deem the practice to have been committed 'in' the sale or offer for sale").

⁸ Maryland's heightened pleading standard applies only when a plaintiff seeks "relief on the ground of fraud," see Thomas v. Nadel, 427 Md. 441, 453 (2012) (quotation omitted), meaning fraud is "[t]he basis of . . . the relief sought," Spangler v. Dan A. Sprosty Bag Co., 183 Md. 166, 173 (1944). Maryland courts have applied particularity pleading to MCPA claims only to the extent such claims rely on Md. Code Ann., Com. Law § 13-301(9), which includes fraud as an element and thus "replicates common-law fraud." McCormick v. Medtronic, Inc., 219 Md. App. 485, 529 (2014).

The Maryland Supreme Court's decision in *Lloyd v. General Motors Corp.*, 397 Md. at 150-54, is instructive. *Lloyd* involved an MCPA claim alleging automakers' multi-decade effort to fraudulently conceal the dangers of defective seats. *Id.* The court found particularity pleading satisfied because plaintiffs alleged that defendants "ha[d] known the risk of injury," provided "facts that support that assertion," and alleged that defendants had "engaged in a 30-year cover-up of the product malfunction." *Id.* at 153 & n.21. The court did not require greater precision. As explained, the City's allegations are equally or more robust than those in *Lloyd*.

Hess's reliance on McCormick v. Medtronic, Inc., 219 Md. App. 485, fails for at least two key reasons. First, and most importantly, the Complaint's allegations here are far more detailed and specific than those in McCormick. Even assuming McCormick's test applies to the City's § 13-301(9) claim, the City shows "who made what false statement, when, and in what manner ; why the statement is false; and why a finder of fact would have reason to conclude that the defendant acted with scienter . . . and with the intention to [induce reliance]." See 219 Md. App. at 528 (complaint only "vague[ly] reference[d]" misrepresentations). Hess and its predecessors have been API members at relevant times, Compl. ¶ 31(a), and Hess's current CEO has served on API's Board of Directors and Executive Committee, see supra nn. 5-6. As described above, API funded, produced, and disseminated materials concerning climate change that were false and misleading because they misstated the risks and purported environmental benefits of fossil fuel products. See Compl. ¶¶ 154, 158-67. As discussed, API's misleading statements are thus attributable to Hess because Hess acted in concert with API. The trier of fact could find that Hess acted with scienter and with intent to deceive, McCormick, 219 Md. App. at 528, because Hess knew about its fossil fuel products' role in causing climate change, made deliberate material omissions about that role, and ratified and encouraged API's misleading statements.

Second, the McCormick case involved only allegations of a fraudulent, affirmative misrepresentation. See 219 Md. App. at 528 (referring to defendants' statements that "intended to induce physicians . . . to rely on [certain] alleged misrepresentations"). By contrast, the City—as in Lloyd—also alleges that, in promoting and selling their fossil fuel products, Defendants including Hess knowingly concealed, suppressed, and omitted material facts about their products' climatic risks, intending for consumers to rely on their omissions to continue buying their fossil fuel products. See Compl. ¶¶ 295–96; see also id. ¶¶ 141–70; Lloyd, 397 Md. at 153–54. Hess's over-restrictive reading of McCormick's requirement to specify "who made what false statement, when, and in what manner," 219 Md. App. at 528, does not fit the City's allegations, which rely in substantial part on Hess's failure to warn, concealment, and omission of information about the climate-related risks of its fossil fuel products, including through surrogate groups like API.

B. Hess's Fraudulent Concealment Tolled the Statute of Limitations.

Hess's fraudulent concealment of the unlawful nature of the deception campaign tolled the limitations period as to pre-2015 conduct by, or attributable to, Hess until the City reasonably could have discovered the facts essential to its MCPA claim—which is a question for the jury.

Under Maryland's discovery rule, "a claim accrues when the plaintiff knew or reasonably should have known of the wrong," meaning "the operative facts giving rise to the cause of action." Cain v. Midland Funding, LLC, 475 Md. 4, 35, 37 (2021) (cleaned up). However, under the fraudulent concealment doctrine, if an adverse party's fraud keeps the plaintiff from gaining knowledge of the claim, "the cause of action shall be deemed to accrue at the time when the party discovered, or by the exercise of ordinary diligence should have discovered the fraud." Doe v. Archdiocese of Wash., 114 Md. App. 169, 186–87 (1997) (quoting Md. Code Ann., Cts. & Jud. Proc. § 5-203). Determining when the plaintiff should have discovered the cause of action "is

inevitably a fact-intensive inquiry" and "ordinarily . . . to be determined by the factfinder, typically a jury." *Mathews v. Cassidy Turley Md., Inc.*, 435 Md. 584, 618, 620 (2013) (reversing summary judgment because defendant's alleged fraudulent concealment should have been left for jury); *see Geisz v. Greater Baltimore Med. Ctr.*, 313 Md. 301, 305, 317, 333–34 (1988) (similar).

Because Hess fraudulently concealed its MCPA violations, the City could not have discovered the full basis of its claim within the limitations period. The City alleges that Hess and other Defendants deployed sophisticated deception tactics and "deliberately obscured" their involvement in the campaigns of deception by relying on front groups, think tanks, "fringe" scientists, and trade associations to deploy climate denial and disinformation on their behalf. Compl. ¶ 166–67; see also id. ¶ 31, 150–68. Defendants' role in funding such third parties—directly or "through Defendant-funded organizations like API"—was often undisclosed. Id. ¶ 162. These covert tactics ensured that outside observers like the City would view the disinformation and deception as coming from unconnected neutral sources, rather than Defendants. Defendants' affirmative acts to promote disinformation, conceal their knowledge about their products' harms, and cast doubt on the scientific consensus—while covering their tracks through use of third parties—"kept the [City] in ignorance of" its MCPA claim. See Doe, 114 Md. App. at 187. Hess's insistence that the City fails to plead sufficient facts to allege fraudulent concealment, see Mot. at 7, merely rehashes Hess's unpersuasive objections to the Complaint's use of collective allegations.

Hess insists that the "nature of climate change and the alleged connection to Defendants' fossil fuel products has been known and widely reported for years," and that therefore the fraudulent concealment doctrine does not apply. Mot. at 8. That argument conflates knowledge of climate change and its impacts with knowledge of the facts underpinning the deceptive nature of Hess's conduct, including *Hess's* own early knowledge about the severe risks posed by its

products, and the company's efforts to undermine the public's understanding of the connection between its products and climate change. Hess did not violate the MCPA by producing fossil fuels; it did so by concealing and misrepresenting its products' climatic dangers and by attacking the very knowledge and reporting it now seeks to hide behind. See Mayor & City Council of Baltimore v. BP P.L.C., 31 F.4th 178, 233 (4th Cir. 2022), cert. denied, 143 S. Ct. 1795 (2023) (the City's Complaint "clearly seeks to challenge the promotion and sale of fossil-fuel products without warning and abetted by a sophisticated disinformation campaign," not merely Defendants' production and sale of fossil fuels). Accordingly, the City's historical knowledge of climate change, fossil fuel use, and climate impacts is not enough to trigger the limitations clock.

Finally, Hess suggests its identity was irrelevant to trigger the statute of limitations. Mot. at 8–9 (quoting *Doe*, 114 Md. App. at 188–89). But Hess omits the preceding sentence from the case it cites: "Once on notice of one cause of action, a potential plaintiff is charged with responsibility for investigating, within the limitations period, all potential claims and all potential defendants with regard to the injury." *Doe*, 114 Md. App. at 188 (emphasis added). Here, the City was not on notice of its MCPA claim (or any others) until recently because of Hess's and others' affirmative acts of concealment and use of seemingly disconnected proxy groups to wage climate deception on their behalf. See Compl. ¶¶ 31, 150–67. A jury must decide when, in light of Hess's and others' fraudulent concealment, the City reasonably could have discovered the essential facts underpinning its MCPA claim against Hess. See Mathews, 435 Md. at 618, 620.

III. CONCLUSION

For these reasons, the Court should deny Hess's Motion. If the Court finds the allegations deficient in any regard, the City respectfully requests leave to amend. See Md. Rule 2-341.

Dated: December 12, 2023

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this 12th day of December 2023, a copy of the *Mayor and City*Council of Baltimore's Memorandum of Law in Opposition to Defendant Hess Corporation's

Motion to Partially Dismiss for Failure to State a Claim was served upon all counsel of record via email (by agreement of the parties).

/s/ Matthew K. Edling
Matthew K. Edling

CIVIL DIVISION

EXHIBIT 1

efile GRAPHIC print - DO NOT PROCESS As Filed Data -

DLN: 93493320022986

Form 990

Department of the Treasury Internal Revenue Service

Return of Organization Exempt From Income Tax

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

▶ Do not enter social security numbers on this form as it may be made public

▶ Information about Form 990 and its instructions is at <u>www IRS gov/form990</u>

OMB No 1545-0047

2015

Open to Public

Inspection

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Activities & Governance	3 N	umber of voting members of the governing body (Part VI, line 1a)		. 3	46
톳	ı	umber of independent voting members of the governing body (Part VI, line 1b)		. 4	45
Ş	5 T	otal number of individuals employed in calendar year 2015 (Part V, line 2a) .		5	311
4	6 T	otal number of volunteers (estimate if necessary)		. 6	6,000
		otal unrelated business revenue from Part VIII, column (C), line 12		. 7a	11,000,271
	ь Ме	t unrelated business taxable income from Form 990-T, line 34		. 7b	901,122
			Prior	r Yea r	Current Year
	8	Contributions and grants (Part VIII, line 1h)		0	0
Ravenue	9	Program service revenue (Part VIII, line 2g)	2	18,289,099	200,847,919
\$	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)		289,947	868,917
œ.	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		14,333,983	14,536,268
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line	,	32,913,029	216,253,104
		12)		32,713,027	210,233,104
	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)		5,879,574	6,193,088
	14	Benefits paid to or for members (Part IX, column (A), line 4)		0	0
8	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)		52,226,004	54,932,364
EIIS	16a	Professional fundraising fees (Part IX, column (A), line 11e)		0	0
Expenses	ь	Total fundraising expenses (Part IX, column (D), line 25) ▶0		_	
-	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1	86,169,501	189,213,934
	18	Total expenses Add lines 13–17 (must equal Part IX, column (A), line 25)	2	44,275,079	250,339,386
	19	Revenue less expenses Subtract line 18 from line 12	-	11,362,050	-34,086,282
70 S			1	Current Year	End of Year
Net Assets or Fund Balances		T. 1. (1. (2. (2. (2. (2. (2. (2. (2. (2. (2. (2		<u> </u>	
Ass Ba	20	Total assets (Part X, line 16)		15,144,135	83,690,323
2 E	21	Total liabilities (Part X, line 26)	1	24,019,063	116,060,215
ZŒ	22	Net assets or fund balances Subtract line 21 from line 20		-8,874,928	-32,369,892

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

Part III Signature Block

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

		9	0	1	0	1	0	1 2	0		0	1	0	1 3	0	1	0	1	0	1	0
(F) Estimated amount of other compensation from the	organization and related organizations											i.									
(E) Reportable compensation from related organizations (W- 2/1099-	M18C)		0		0		0		0		0		o		0		0		0		0
(D) Reportable compensation from the organization (W- 2/1099-	M1SC)		ō		0		0		0		0		0		•				0		0
	Former																				
Position (C) Position (do not check more than one box, unless person is both an officer and a director/trustee)	Highest compensated employee																				
(C) (C) Sition (do not che love than one box ss person is botl officer and a director/trustee)	Key employee																				
(C) (C) (than of erson icer a	Officer						×					L								L	
itior ore off	Institutional Trustee																				
Pos m unle	Individual trustee or director		×	,	×	,	×	,	×	,	×		×	,	×	:	×		×	,	×
(8) Average Position of the the week (list any hours for related directs	organizations below dotted line)	0 20	00 0		00 0	_	00 0	05 0	00 0	05 0	00 0	05 0	000	050	800	050	00 0	05 0	00 0	05 0	00 0
(A) Name and Title	i i	John T Gremp	Board Member	David W Grzebinski	Board Member	Gary R Heminger	Board Member & Chair Fin Crite	John B Hess	Board Member	Paul L Howes	Board Member	W Herbert Hunt	Board Member		Board Member	Paal Klbsgaard	Board Member	Tracy W Krohn	Board Member	Ryan M Lance	Board Member

EXHIBIT 2

DLN: 93493319039047

Form **990 پ**

Return of Organization Exempt From Income Tax

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

Do not enter social security numbers on this form as it may be made public

OMB No 1545-0047

	Information about Form 990 and its instructions is at <u>wwi</u>	w IRS gov/forms	990	Inspection
\ For the 2016 o	alendar year, or tax year beginning 01-01-2016 , and ending 12-3	1-2016		<u> </u>
Check if applicable	C Name of organization AMERICAN PETROLEUM INSTITUTE		D Employer id	lentification number
☐ Address change ☐ Name change			13-043343	0
□ Name change □ Imbal return	Doing business as	I		
Final Deturn/terminated			C Talashana ay	
Amended return	Number and street (or P O box if mail is not delivered to street address) Room/su 1220 L STREET NW	nte	E Telephone nu	
Application pending			(202) 682-	8000
	City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20005		C C	
	F Name and address of principal officer	l N/o V to N/o	<u> </u>	s \$ 254,789,984
	JACK N GERARD	H(a) Is this		or ☐Yes ☑No
	1220 L STREET NW WASHINGTON, DC 20005	subordi H(b) Are all:		
Tax-exempt status		` include:	d۶	☐ Yes ☐No
	☐ 501(c)(3) ☑ 501(c)(6) ◀ (insert no) ☐ 4947(a)(1) or ☐ 527	If "No," H(c) Group 6		(see instructions)
Website: ► ww	w apı org	III(e) Group (exemption nur	nber 🕨
Form of organization	☑ Corporation ☐ Trust ☐ Association ☐ Other ▶	L Year of formati	on 1919 M :	State of legal domicile DC
Part I Sum	mary	l	<u></u>	
	scribe the organization's mission or most significant activities			
	on of American Petroleum Institute (API) is to promote safety across the in- g. viable U.S. oil and natural gas industry	dustry globally a	ind to influenc	e public policy in suppor
2 Check th 3 Number 4 Number 5 Total nur 6 Total nur		2.00		
				
5 Charloth	is box > if the organization discontinued its operations or disposed of n			
	is nox > I if the organization discontinued its operations or disposed or not be provided in the source of the governing body (Part VI, line 1a)		or its net asset	s 3
1	of independent voting members of the governing body (Part VI, line 1b)			4 43
I	nber of individuals employed in calendar year 2016 (Part V, line 2a)			5 332
- 1	nber of volunteers (estimate if necessary)			6 6,000
1	elated business revenue from Part VIII, column (C), line 12			7a 10,671,550
1	ated business taxable income from Form 990-T, line 34			7b 633,384
			Year	Current Year
8 Contribut	ions and grants (Part VIII, line 1h)		0	12,193,728
9 Program	service revenue (Part VIII, line 2g)		200,847,919	200,946,37
' 	int income (Part VIII, column (A), lines 3, 4, and 7d)		868,917	504,780
	renue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		14,536,268	16,013,935
ſ	enue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)		216,253,104	229,658,818
13 Grants at	nd similar amounts paid (Part IX, column (A), lines 1-3)		6,193,088	4,321,347
- 1	paid to or for members (Part IX, column (A), line 4)		0	
15 Salaries,	other compensation, employee benefits (Part IX, column (A), lines 5-10)		54,932,364	60,071,949
	nal fundraising fees (Part IX, column (A), line 11e)		0	
16a Professio				
16a Professio	aising expenses (Part IX, column (D), line 25) ▶0		×	
b Total fundi	aising expenses (Part IX, column (D), line 25) ▶0 penses (Part IX, column (A), lines 11a-11d, 11f-24e)		189,213,934	160,686,526
17 Other ex	penses (Part IX, column (D), line 25) ▶0 penses (Part IX, column (A), lines 11a-11d, 11f-24e)		189,213,934 250,339,386	
18 Total exp	penses (Part IX, column (A), lines 11a-11d, 11f-24e)		250,339,386	225,079,822
18 Total exp 19 Revenue	penses (Part IX, column (A), lines 11a-11d, 11f-24e)			225,079,822
18 Total exp	penses (Part IX, column (A), lines 11a-11d, 11f-24e)		250,339,386 -34,086,282	225,079,822 4,578,996
18 Total exp 19 Revenue	penses (Part IX, column (A), lines 11a-11d, 11f-24e)		250,339,386 -34,086,282	225,079,822 4,578,996 End of Year
18 Total exp 19 Revenue	penses (Part IX, column (A), lines 11a-11d, 11f-24e)	Beginning of	250,339,386 -34,086,282 Current Year	225,079,822 4,578,996 End of Year 88,459,067
18 Total exp 19 Revenue 20 Total ass 21 Total liab	penses (Part IX, column (A), lines 11a-11d, 11f-24e)	Beginning of	250,339,386 -34,086,282 Current Year 83,690,323	225,079,822 4,578,996 End of Year 88,459,067 112,383,184
18 Total exp 19 Revenue 20 Total ass 21 Total liab 22 Net asset 21 Sign der penalties of p owledge and belie	penses (Part IX, column (A), lines 11a-11d, 11f-24e)	Beginning of	250,339,386 -34,086,282 Current Year 83,690,323 116,060,215 -32,369,892 tatements, an	225,079,822 4,578,996 End of Year 88,459,067 112,383,184 -23,924,117
18 Total exp 19 Revenue 20 Total ass 21 Total liab 22 Net asset 21 Sign der penalties of p owledge and belie y knowledge	penses (Part IX, column (A), lines 11a-11d, 11f-24e)	Beginning of	250,339,386 -34,086,282 Current Year 83,690,323 116,060,215 -32,369,892 tatements, an	225,079,822 4,578,996 End of Year 88,459,067 112,383,184 -23,924,117 d to the best of my
18 Total exp 19 Revenue 20 Total ass 21 Total liab 22 Net asset 2art II Sign der penalties of p owledge and belie y knowledge	penses (Part IX, column (A), lines 11a–11d, 11f–24e)	Beginning of schedules and ser) is based on 2017-	250,339,386 -34,086,282 Current Year 83,690,323 116,060,215 -32,369,892 tatements, an	88,459,067 112,383,184 -23,924,117 d to the best of my
b Total fundi 17 Other exi 18 Total exp 19 Revenue 20 Total ass 21 Total liab 22 Net asset 24 Total liab 25 Net asset 26 powledge and belie 27 knowledge	penses (Part IX, column (A), lines 11a-11d, 11f-24e)	Beginning of	250,339,386 -34,086,282 Current Year 83,690,323 116,060,215 -32,369,892 tatements, an	225,079,822 4,578,996 End of Year 88,459,067 112,383,184 -23,924,117 d to the best of my

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

Compensated Engloyees, and Independent Contractors Name and Title Average Position hours per than week (list person and and but and	endept)Conto Average hours per week (list	ractors (C) Position (do not check more than one box, unless person is both an officer and a directority cities)	(C) (do not one box is both	t č t	tors (C) sition (do not check mo than one box, unless berson is both an office	er o	(D) Reportable compensation from the	(E) Reportable compensation from related	Estimated amount of other compensation	
	for related organizations below dotted line)	Individual trustee or director	Officer Institutional Trustee	key employee	Highest compensated employee	Former	(W- 2/1099- MISC)	(W- 2/1099-	organization and related organizations	
Greg C Garland	0 20		├							
Board Member & Chair Fin Cmte	00 0	×	×				0	0	0	
Russell K Girling			\vdash	L						
Board Member	00 0	×					0	0	0	
John T Gremp	0 20		├	┡						
Board Member	00 0	×					0	0	0	
David W Grzebinski	0 20		\vdash	L					•	
Board Member	00 0	×					0	0	0	
Dave A Hager	0 20	;		L						
Board Member	00 0	×					O	0	0	
Gary R Heminger	05 0	,	├	L			•			
Board Member	000	×					0	Φ	0	
John B Hess	05 0	,		_			(•		
Board Member	00 0	<u> </u>					•	>	Þ	
Paul L Howes	0 20		├				'			
Board Member	00 0	×					0	o	0	
W Herbert Hunt	0 20	,	H	$ldsymbol{f eta}$				9		
Board Member	00 0	×					0	0	0	
	05 0	,	_	_			.1	7		
Board Member	00 0	<					9	0	0	
				ļ						

EXHIBIT 3

Form 990 *

Department of the Treasury

Return of Organization Exempt From Income Tax

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

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

DLN: 93493319014348 OMB No 1545-0047

Open to Public

laterna	al Rev	enue Service				· ··· · · · · · · · · · · · · · · · ·	111		Inspection
A F	or th	he 201 7 c	alendar year, or tax year beg	inning 01-01-2017 , and endi	ing 12-3	1-2017			
		applicable	C Name of organization AMERICAN PETROLEUM INSTITUT		_		D Employer	ıdentıf	ication number
		change	AMERICAN PETROLEUM INSTITUT				13-04334	130	
	ime cl ibal re	hange eturn	Doing business as	···					
_		rn/terminated	1				<u> </u>		
□ Ar	nende	ed return		mail is not delivered to street address)	Room/su	ite	E Telephone	number	
□ Ap	plicat	tion pending					(202) 683	2-8000	
			City or town, state or province, co WASHINGTON, DC 20005	ountry, and ZIP or foreign postal code					
							G Gross rece	-	26,586,227
			F Name and address of princip MICHAEL J SOMMERS	pal officer			a group retu	rn for	
			1220 L STREET				imates? subordinate:		☐Yes ☑No
	U_AVA	empt status	WASHINGTON, DC 20005			includ		•	☐ Yes ☐No
	*****	mipt Status	☐ 501(c)(3) ☐ 501(c)(6)	◀ (insert no)	527		" attach a lis		,
J W	ebsi	ite:▶ WW	W API ORG			H(c) Group	exemption n	umber	>
K For	m of o	organization	☑ Corporation ☐ Trust ☐ As	sociation ☐ Other ▶		L Year of forma	tion 1919	State	of legal domicite DC
Dэ	rt I	Sum	mary						
	_		scribe the organization's mission	or most significant activities					
e e			III, LINE 1						
SIC.			•					-	
Activities & Governance									
0 V6				liscontinued its operations or dispo	osed of m	ore than 25%	of its net ass	eţs	
<u>ن</u>			of voting members of the govern					3	44
20 √			•	of the governing body (Part VI, lin	•		•	4	43
E E			• •	alendar year 2017 (Part V, line 2a	•		•	5	332
ŧ			·	ecessary)			•	6	6,000
4	ł			rt VIII, column (C), line 12				7a	11,371,855
	b	Net unrel	ated business taxable income fro	om Form 990-T, line 34				7Ь	1,099,053
						Pric	r Year		Current Year
3	l		(6)	.h)	•		12,193,72	+	100,000
Revenue	l	•	707	2g)			200,946,37		187,074,722
æ	l), lines 3, 4, and 7d)	•		504,78		513,458
	1		renue (Part VIII, column (A), line		12\		16,013,93 229,658,81		18,987,624 206,675,804
	_			oust equal Part VIII, column (A), li				-	
			paid to or for members (Part IX,	column (A), lines 1-3)	•		4,321,34	1	2,347,561
					. 5 10\		60 071 04	0	0 01 010 004
S.				penefits (Part IX, column (A), lines	5 5-10)		60,071,94		61,818,084
Expenses			nai fundraising fees (Part IX, coi aising expenses (Part IX, column (D),	umn (A), line 11e)	•			9	0
꿃	ı		aising expenses (Part IX, column (D), penses (Part IX, column (A), line				160 686 57	6	156 670 363
	ı			qual Part IX, column (A), line 25)	•		160,686,52 225,079,82	+	156,678,262 220,843,907
		•	less expenses Subtract line 18 f				4,578,99	+	-14,168,103
× o	<u> </u>	ruide l	unpended buotifet fille 10 f		*	Beginning	of Current Yea	+	End of Year
Net Assets or Fund Balances									
Bal	20	Total asse	ets (Part X, line 16)				88,459,06	7	84,629,322
and L	21	Total liabi	ilities (Part X, line 26)				112,383,18	4	133,279,064
اتت		Net assets	indes (Fart A, life 20)				-23,924,11	7	-48,649,742
~ ~	22		s or fund balances Subtract line	21 from line 20	•				
Par	t II		s or fund balances Subtract line	·	•				
Par Under	t II	alties of pe	s or fund balances Subtract line ature Block erjury, I declare that I have exar	nined this return, including accom	panying :	schedules and	statements,	and to	the best of my
Par Under knowl	pena edge	alties of pe and belief	s or fund balances Subtract line ature Block erjury, I declare that I have exar	·	panying :	schedules and er) is based or	statements,	and to on of w	the best of my hich preparer has
Par Under	pena edge	alties of pe and belief	s or fund balances Subtract line ature Block erjury, I declare that I have exar	nined this return, including accom	panying :	er) is based or	statements, all informati	and to on of w	the best of my which preparer has
Par Under knowl any ki	pena edge nowle	alties of pe and belief edge	s or fund balances Subtract line ature Block erjury, I declare that I have exar	nined this return, including accom	panying :	er) is based or	statements,	and to on of w	the best of my hich preparer has
Par Under knowl any kr	t II pena edge nowle	alties of pe e and belief edge	s or fund balances Subtract line ature Block erjury, I declare that I have exar f, it is true, correct, and complet are of officer	nined this return, including accom	panying s	er) is based or	statements, all informati	and to on of w	the best of my hich preparer has
Par Under knowl any ki	t II pena edge nowle	alties of per and belief edge Signatu	s or fund balances Subtract line ature Block erjury, I declare that I have exar f, it is true, correct, and complet	nined this return, including accom	panying shan office	er) is based or	statements, all informati	and to	the best of my thich preparer has

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

(F) Estimated amount of other compensation from the	organization and related organizations	0	0	0	0	0	0	0	0	0	0
	(W- 2/1099- org	0	0	0	0	0	0	0	0	٥	0
Reportable compensation from the organization	(W- 2/1099-	٥	0	0	0	0	0	0	0	0	0
Position (do not check more than one box, unless person is both an officer and a director/trustee)	Former Highest compensated	<u> </u>									
(C) sitton (do not check mo than one box, unless person is both an officer and a director/trustee)	emplovee Key employee										
(C) not both both	Officei	×									
n (do nong on is	Institutional Trustee										
Positio the pers	Individual trustee or director	×	×	×	×	×	×	×	×	×	×
Average hours per week (list any hours	Tor related organizations below ditted ine)	0 0 0	0 50	0 20	0 20	0 20	00.00	0 20	0 00 0	0 20	0 20
(A) Name and Title		GREG C GARLAND BOARD MEMBER & CHAIR FIN CMTE	RUSSELL K GIRLING BOARD MEMBER	DAVID W GRZEBINSKI BOARD MEMBER	DAVE A HAGER BOARD MEMBER	GARY R HEMINGER BOARD MEMBER	JOHN B HESS BOARD MEMBER	VICKI HOLLUB BOARD MEMBER	PAUL L HOWES BOARD MEMBER	W HERBERT HUNT BOARD MEMBER	ROGER JENKINS BOARD MEMBER

EXHIBIT 4

Form **990**

Return of Organization Exempt From Income Tax

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

▶ Do not enter social security numbers on this form as it may be made public

OMB No 1545-0047

Depart Treasu		of the	▶ Go to www.irs.qu	ov/Form990 for instructions and the	latest inform	ation.		Open to Public Inspection
_		entie Service						
A F	or ti	he 2019 c		ning 01-01-2018 , and ending 12-	31-2018			
☑ Ad	ldress	applicable s change hange	C Name of organization AMERICAN PETROLEUM INSTITUTE			D Employer 13-04334		fication number
□ In	itial re	-	Doing business as					
□ Ап	nende	ed return tion pending	Number and street (or P O box if m	all is not delivered to street address) Room/s	uite	E Telephone (202) 68		
			City or town, state or province, cour WASHINGTON, DC 20001	ntry, and ZIP or foreign postal code		G Gross rece		
		i	F Name and address of principa	l officer	1 144-2 2 11		•	33,360,874
			MICHAEL J SOMMERS 200 MASSACHUSETTS AVE NW I WASHINGTON, DC 20001		H(a) Is this subord H(b) Are all	inates?		□Yes ☑No
I Ta	x-exe	mpt status		(insert no)	include		+ (caa	instructions)
W	ebsi	te:► WW	VW API ORG	(msattho) L 4947(a)(1) or L 327	H(c) Group		•	•
K Forr	n of c	organization	☑ Corporation ☐ Trust ☐ Asso	ciation ☐ Other ▶	L Year of forma	tion 1919	4 State	of legal domicile DC
Pa	art I	Sum	mary		<u> </u>			
			scribe the organization's mission o	r most significant activities				
Çe		SEE PART	III, LINE 1					
Ě								
Je I					 -	· · · · · · · · · · · · · · · · · · ·		
Activities & Governance			is box ▶ Ш if the organization dis of voting members of the governin	continued its operations or disposed of a	nore than 25%	of its net ass	ets 3	45
×6	ı		-	the governing body (Part VI, line 1b)			4	44
<u>ه</u>	1		•	lendar year 2018 (Part V, line 2a)			5	350
ጀ	ſ		nber of volunteers (estimate if nec	- ' ' - '			6	6,000
Act	ı		·	VIII, column (C), line 12		•	7a	11,397,065
•				Form 990-T, line 34			7b	1,158,808
	H					r Year	1	Current Year
	8	Contributi	ions and grants (Part VIII, line 1h)			100,00	0	401,267
300	ŀ		44-90			187,074,72	_	211,486,068
Revenue		•	nt income (Part VIII, column (A), li			513,45	+	-862,035
Œ			enue (Part VIII, column (A), lines !			18,987,62	+	23,324,060
				st equal Part VIII, column (A), line 12)		206,675,80		234,349,360
	13	Grants an	id similar amounts paid (Part IX, co	olumn (A), lines 1–3)		2,347,56	1	8,328,057
	ľ		oald to or for members (Part IX, co				ol	C
_ν	15	Salaries,	other compensation, employee be	nefits (Part IX, column (A), lines 5-10)		61,818,08	4	74,505,244
ıse	16a	Profession	nal fundraising fees (Part IX, colun	nn (A), line 11e)			0	0
Expenses			aising expenses (Part IX, column (D), li				+	
ă	17	Other exp	penses (Part IX, column (A), lines 1	lla-11d, 11f-24e)		156,678,26	2	159,414,791
i	18	Total expe	enses Add lines 13-17 (must equ	al Part IX, column (A), line 25)		220,843,90	7	242,248,092
	19	Revenue I	less expenses. Subtract line 18 fro	m line 12		-14,168,10	3	-7,898,732
Net Assets or Fund Balances					Beginning o	f Current Yea	r	End of Year
Bal	20	Total asse	ets (Part X, line 16)			84,629,32	2	142,482,288
절	21	Total liabi	lities (Part X, line 26)			133,279,06	4	188,234,679
ZG	22	Net assets	s or fund balances Subtract line 2	1 from line 20		-48,649,74	2	-45,752,391
Par Inder knowle any kr	pena edge	alties of pe and belief	ature Block erjury, I declare that I have exame f, it is true, correct, and complete	ned this return, including accompanying Declaration of preparer (other than offi	schedules and cer) is based on	statements, all informati	and to on of v	the best of my which preparer has
-/- <u>/-</u> [5]		l.			V			·
		Signatu	re of officer			-11-15		
Sign Here		MICHAE	EL J SOMMERS PRESIDENT AND CEO		Date			-
		17	print name and title	<u> </u>				
		Pr	nnt/Type preparer's name		oate 019-11-06 Check	e le PTI	N 1290720	

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

(F) Estimated amount of other compensation from the	organization and related organizations		>		0		0		0		0		0		0		0		0		0
(E) Reportable compensation from related organizations	(W- 2/1099- MISC)				0		5		0		0		0		0		0		0	50	0
(D) Reportable compensation from the organization	(W- 2/1099- MISC)				0		•	:	0		0		0		0		0		0	2	0
Position (do not check more than one box, unless person is both an officer and a director/trustee)	Former Highest compensated employee												-								
or/the	key employee					<u> </u>		L		L		_		L							
(C) o not ne boi i both recto	Officei					_		L		L				:	×					<u> </u>	
n (d	Institutional Trustee																				
Position that personand	individual trustee or director	×			ĸ		<		×		×		×		ĸ		×		×		×
Average hours per week (list any hours	for related organizations below dotted line)	0 20	0 00	0 20	00 0	0 50		0 20	00 0		00 0		0 00	0 20	0 0	0 20	00 0	05 0	00 0	0 20	00 0
(A) Name and Title		GREG C GARLAND	BOARD MEMBER	RUSSELL K GIRLING	BOARD MEMBER	DAVE A HAGER	BOARD MEMBER	HANS JAKOB HEGGE	BOARD MEMBER (AS OF 10/18)	GARY R HEMINGER	BOARD MEMBER	JOHN B HESS	BOARD MEMBER	VICKI HOLLUB	BOARD MEMBER & CHAIR FIN CMTE	PAUL L HOWES	BOARD MEMBER	W HERBERT HUNT	BOARD MEMBER	ROGER JENKINS	BOARD MEMBER

EXHIBIT 5

Form 990 (Rev. January 2020) Department of the Treasury

Return of Organization Exempt From Income Tax

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

Do not enter social security numbers on this form as it may be made public.

Go to www.irs.gov/Form990 for instructions and the latest information.

2019
Open to Public Inspection

A For the 2019 calendar year, or tax year beginning and ending Check if applicable C Name of organization D Employer identification number Address change AMERICAN PETROLEUM INSTITUTE Name change 13-0433430 Doing business as Initial return Number and street (or P.O. box if mail is not delivered to street address) Room/suite E Telephone number Final return 200 MASSACHUSETTS AVE NW 1100 (202) 682-8000 termin-ated City or town, state or province, country, and ZIP or foreign postal code 266,176,897. G Gross receipts \$ Amended return WASHINGTON, DC 20001 H(a) Is this a group return F Name and address of principal officer: MICHAEL J. SOMMERS for subordinates? Yes X No SAME AS C ABOVE H(b) Are all subordinates included? Yes Tax-exempt status: 501(c)(3) X 501(c) () (insert no.) 527 4947(a)(1) or If "No," attach a list. (see instructions) J Website: ► WWW.API.ORG H(c) Group exemption number Form of organization: X Corporation Trust Association Other L Year of formation: 1919 M State of legal domicile: DC Part I Summary Briefly describe the organization's mission or most significant activities: SEE PART III, LINE 1 Governance 2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets. 3 Number of voting members of the governing body (Part VI, line 1a) Number of independent voting members of the governing body (Part VI, line 1b) 43 Activities & 376 Total number of individuals employed in calendar year 2019 (Part V, line 2a) 5 6000 Total number of volunteers (estimate if necessary) 6 ,141,837. 7 a Total unrelated business revenue from Part VIII, column (C), line 12 7a b Net unrelated business taxable income from Form 990-T, line 39 827,362 **Prior Year Current Year** 401,267 Contributions and grants (Part VIII, line 1h) 0. Revenue .486.068. 215,094,345. Program service revenue (Part VIII, line 2g) Investment income (Part VIII, column (A), lines 3, 4, and 7d) 862,035. 917,570. 10 11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 23,324,060. 22,508,925 234,349,360. 238,520,840 12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 8,328,057. 12,419,219 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 0. 14 Benefits paid to or for members (Part IX, column (A), line 4) 74,505, 244. 15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 887. 16a Professional fundraising fees (Part IX, column (A), line 11e) b Total fundraising expenses (Part IX, column (D), line 25) 17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 159,414,791. 163,199,186 18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 242,248,092. <u>249,963,292.</u> -7,898,732. -11,442,452. 19 Revenue less expenses. Subtract line 18 from line 12 Hä Beginning of Current Year End of Year 131,182,605. 142,482,288. Total assets (Part X, line 16) 188,234,679. 193,799,218. 21 Total liabilities (Part X, line 26) -45,752,391. Net assets or fund balances. Subtract line 21 from line 20 Part II | Signature Block 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. Signature of officer Date Sign MICHAEL J. SOMMERS, PRESIDENT AND CEO Here Type or print name and title Print/Type preparer's name YONG ZHANG, CPA 11/16/20 Paid P01249785 self-employed Firm's name RSM US LLP Preparer Firm's EIN - 42-0714325 Firm's address > 1861 INTERNATIONAL DRIVE, Use Only SUITE MCLEAN, VA 22102 Phone no. 703-336-6400 Yes X No May the IRS discuss this return with the preparer shown above? (see instructions) Form 990 (2019) 932001 01-20-20 LHA For Paperwork Reduction Act Notice, see the separate instructions.

932007 01-20-20

Form 990 (2019)

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

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

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

- 1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.
- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
 - List all of the organization's current key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's former officers, key employees, and 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.

 See instructions for the order in which to list the persons above.

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

(A) Name and title	(B) Average hours per week	(do		Pos heck ss pe	C) itior more rson i	1 than Is boti	one n an	(D) Reportable compensation from	(E) Reportable compensation from related	(F) Estimated amount of other
	(list any hours for related organizations below line)	Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	the organization (W·2/1099-MISC)	organizations (W-2/1099-MISC)	compensation from the organization and related organizations
(1) PIERRE BANG	0.50								_	_
BOARD MEMBER	0.00	Х	Щ	Щ	_		<u> </u>	0.	0.	0.
(2) JOSEPH BLOUNT	0.50	١								•
BOARD MEMBER	0.00	Х	Ш	Ш	<u> </u>	⊢	<u> </u>	0.	0.	0.
(3) LEE BOOTHBY	0.50	١.,	l							•
BOARD MEMBER	0.00	Х	Н		_	\vdash	<u> </u>	0.	0.	0.
(4) THOMAS BURKE BOARD MEMBER	0.50	x								
(5) WILLIE CHIANG	0.50		Н	\vdash	_		H	0.	0.	0.
BOARD MEMBER	0.00	x						0.	0.	0
(6) JOHN CHRISTMANN	0.50	^	Н			\vdash	_	0.	U •	0.
BOARD MEMBER	0.00	x						0.	0.	0.
(7) BRIAN COFFMAN	0.50	A		\dashv		\vdash	_	0.		0.
BOARD MEMBER	0.00	х						0.	0.	0.
(8) LISA DAVIS	0.50		Н	\dashv					0.	
BOARD MEMBER	0.00	x						0.	0.	0.
(9) DAN DINGES	0.50					_				<u> </u>
BOARD MEMBER	0.00	х						0.	0.	0.
(10) SUSAN DIO	0.50			\neg						
BOARD MEMBER	0.00	х						0.	0.	0.
(11) TIM DOVE	0.50									
BOARD MEMBER	0.00	X						0.	0.	0.
(12) JACK FUSCO	0.50									
BOARD MEMBER	0.00	X						0.	0.	0.
(13) GREG C. GARLAND	0.50									
BOARD MEMBER	0.00	X				Щ		0.	0.	0.
(14) RUSSELL K. GIRLING	0.50									
BOARD MEMBER	0.00	Х		_		Щ		0.	0.	0.
(15) DAVE A. HAGER	0.50					ĺ		_		_
BOARD MEMBER	0.00	X		_	_			0.	0.	0.
(16) HANS JAKOB HEGGE	0.50									
BOARD MEMBER	0.00	X	\blacksquare	\dashv	\dashv	Н		0.	0.	0.
(17) GARY R. HEMINGER	0.50	.	l							•
BOARD MEMBER	0.00	X				Ш		0.	0.	0.

	N PETROLI								13-0433	430	P	age t
Part VII Section A. Officers, Directors, Tr	ustees, Key Em	ploy	ees	ang	d Hig	ghes	st C	ompensated Employe	es (continued)			
(A)	(B)			- (C)			(D)	(E)		(F)	
Name and title	Average	ide	not c		ition more		one	Reportable	Reportable	E	ed	
	hours per	box	, unle	ss pe	rson i	s boti	han	compensation	compensation	ar	nount	of
	week	\vdash	cer ar	10 8 0	Pecto	ar/tirus	100)	from	from related		other	
	(list any hours for	recto						the	organizations		pensa	
	related	p d	8			rated		organization (W-2/1099-MISC)	(W-2/1099-MISC)		rom th janizat	-
	organizations	trustee or director	Irusi		ᇵ	ubeu		(***2/1099*WISO)			d relat	
	below	deal	nstitutional trustee	١.	nptoy.	is se	_	1			anizati	
	line)	Individual	Institu	Officer	Кеуетрюуее	Highest compensated employee	Former					
(18) CARLOS HERNANDEZ	0.50							1				
BOARD MEMBER	0.00	X						0.	0.			0.
(19) JOHN B. HESS	0.50											
BOARD MEMBER	0.00	X				L		0.	0.			0.
(20) VICKI HOLLUB	0.50											
BOARD MEMBER & CHAIR FIN CMTE	0.00	Х	$oxed{oxed}$	Х	ᆫ		<u> </u>	0.	0.			0.
(21) PAUL L. HOWES	0.50	1						_	ŀ			
BOARD MEMBER	0.00	X					<u> </u>	0.	0.			0.
(22) W. HERBERT HUNT	0.50	l							_			_
BOARD MEMBER	0.00	X					<u> </u>	0.	0.			0.
(23) ROGER JENKINS	0.50	١										
BOARD MEMBER	0.00	X	_	<u> </u>			_	0.	0.			0.
(24) TOM JORDEN	0.50	١.,						-				_
BOARD MEMBER	0.00	Х			\vdash	\vdash	_	0.	0.			0.
(25) KEVIN P. KAUPFMAN	0.50	l			ľ					1		_
BOARD MEMBER	0.00	X	\vdash		\vdash	Ш	<u> </u>	0.	0.			0.
(26) TRACY KROHN	0.50											_
BOARD MEMBER	0.00	X						0.	0.	<u> </u>		0.
1b Subtotal								0.	0.	-	~ 	0.
c Total from continuation sheets to Part								12,685,294.	0.		265	
							<u> </u>	12,685,294.	0.	29	265	86.
2 Total number of individuals (including but		ose	liste	d ab	ove) wh	o re	ceived more than \$100,	000 of reportable			^ ^ -
compensation from the organization									<u> </u>			207
A District constant About A constant											Yes	No
3 Did the organization list any former office			_	-	-		_		•		х	
line 1a? If "Yes," complete Schedule J for 4 For any individual listed on line 1a, is the										3		6
	•							•	•	Same of the	х	
and related organizations greater than \$1 5 Did any person listed on line 1a receive o										4	Δ	190000
	,				•			•		5	-	х
rendered to the organization? If "Yes," co Section B. Independent Contractors	mpiete Schedule	1 J T	or SU	cn I	<i>JBI</i> S(20				3		41

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
GSD&M		
828 W 6TH ST, AUSTIN, TX 78703	ADVERTISING	21,597,605.
MAIN STREET MEDIA GROUP		
P.O. BOX 25093, ALEXANDRIA, VA 22313	ADVERTISING	15,367,141.
DDC ADVOCACY LLC, 174 WATERFRONT ST, SUITE		
500, NATIONAL HARBOR, MD 20745	ADVOCACY	4,511,608.
MRW PRODUCTIONS, LLC, 1207 4TH STREET PH		
1, SANTA MONICA, CA 90401	ADVERTISING	2,565,000.
COVINGTON & BURLING, ONE CITYCENTER, 850		
10TH STREET NW, WASHINGTON, DC 20001	LEGAL SERVICES	2,175,173.
2 Total number of independent contractors (including but not limited to those liste	ed above) who received more than	
\$100,000 of compensation from the organization > 232		
	,	- 000

EXHIBIT 6

Return of Organization Exempt From Income Tax

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

▶ Do not enter social security numbers on this form as it may be made public.

OMB No. 1545-0047

Depart Treasu	гу			ov/Form990 for instructions a	and the la	test informa	ation.		Open to Public Inspection
		enue Service	<u> </u>		- 40 04	2020			
			alendar year, or tax year begin C Name of organization	ning 01-01-2020 , and endir	ng 12-31-	-2020	D Employe	. idantii	Costion pumber
_		applicable: change	AMERICAN PETROLEUM INSTITUTE				,		fication number
		hange	Daine husiness as	<u>.</u>			13-0433	130	
□ Ini		eturn m/terminated	Doing business as						
_		ed return	Number and street (or P.O. box if ma	ail is not delivered to street address)	Room/suite	,	E Telephone	number	
□ Ар	plicat	ion pending	200 MASSACHUSETTS AVE NW NO 1	100			(202) 68	2-8000	
			City or town, state or province, coun WASHINGTON, DC 20001	try, and ZIP or foreign postal code					
			WASHINGTON, DC 20001				G Gross rece	ipts \$ 2	32,476,484
			F Name and address of principa MICHAEL J SOMMERS	l officer:		H(a) Is this	a group retu	ım for	
			200 MASSACHUSETTS AVE NW N	IO 1100			linates?		□Yes ☑No
			WASHINGTON, DC 20001	-		H(b) Are all include		S	Yes No
I Ta	x-exe	mpt status:	☐ 501(c)(3) ☑ 501(c)(6) ◀	(insert no.) 4947(a)(1) or					instructions)
J W	ebsi	te:▶ WW	W.API.ORG			H(c) Group	exemption r	umber	•
K Forn	n of o	organization:	Corporation Trust Association	ciation ☐ Other ▶	ı	. Year of formal	ion: 1919	M State	of legal domicile: DC
Pa	ert I	Sumi	marv	"					
	1	Briefly des	cribe the organization's mission or						
e S		SEE FORM	990, PART III, LINE 1 FOR COMPL	LETE MISSION STATEMENT					
Ę ,	`								
E E	٠			44.					
۸ O د	2	Check this	s box ▶ ☐ if the organization disc	continued its operations or dispo-			of its net as		ء. ا
o o o	3 A		of voting members of the governing of independent voting members of					3	45
Š.	5		nber of individuals employed in cal		•			5	377
<u> </u>	l		nber of volunteers (estimate if nec					6	15,000
ACTIVITIES & GOVERNANCE	[elated business revenue from Part	• •		• • •	•	7a	9,561,318
			ated business taxable income from	1 1 V				7b	707,233
	_					Prio	r Year	1	Current Year
	8	Contributi	ons and grants (Part VIII, line 1h)		•				0
Ravenue	9	Program s	service revenue (Parl VIII, line 2g)		•		215,094,34	5	188,894,744
ž			nt income (Part VIII, column (A), li				917,57	0	1,089,131
۳ ۱	11	Other rev	enue (Part VIII, column (A), lines 5	i, 6d, 8c, 9c, 10c, and 11e)			22,508,92	5	23,570,841
	12	Total reve	nue—add lines 8 through 11 (mus	st equal Part VIII, column (A), line	e 12)		238,520,84	0	213,554,716
	13	Grants an	d similar amounts paid (Parl IX, co	olumn (A), lines 1-3)			12,419,21	9	110,000
	14	Benefits p	aid to or for members (Part IX, co	lumn (A), line 4)				0	0
8	15	Salaries, o	other compensation, employee ber	nefits (Part IX, column (A), lines !	5-10)		74,344,88	7	81,119,034
Sus	16a	Profession	nal fundraising fees (Part IX, colum	nn (A), line 11e)	•			0	0
Expenses	Ь	Total fundra	ising expenses (Part IX, column (D), li	ne 25) ▶0					
w		,	enses (Part IX, column (A), lines 1	• •			163,199,18	6	151,222,727
			enses. Add lines 13–17 (must equa				249,963,29	2	232,451,761
un I	19	Revenue I	ess expenses. Subtract line 18 fro	m line 12	•		-11,442,45	_	-18,897,045
Net Assets of Fund Balances						Beginning o	f Current Yea	r	End of Year
Bata	20	Total asse	ts (Part X, line 16)				131,182,60	5	117,715,070
\$ E	21	Total liabil	lities (Part X, line 26)				193,799,21	8	199,757,740
			or fund balances. Subtract line 2	1 from line 20			-62,616,61	3	-82,042,670
Pai Inder			ture Block rjury, I declare that I have examin	and this return, including account	nanuina ca	hadulas and	etstama-t-	and to	the host of my
cnowle	edge	and belief	, it is true, correct, and complete.	Declaration of preparer (other th	nan officer) is based on	all informati	on of w	hich preparer has
ny kr	IOWIE	eage.							
		*****	re of officer				11-08		
Sign		y Signatur	re of officer			Date			
Here			L J SOMMERS PRESIDENT & CEO						
		17	print name and title	I Danas and a single and	1-	, ,	1		
		Pn	int/Type preparer's name	Preparer's signature	Date	;	, [РТ]	N	***

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

L	ס	ı	0	ı	0	ı	0	1	0	ı	0	ļ.	0	9	0	1 5	0	1 8	0		0
Estimated amount of other compensation from the organization and related organizations				0		0			0		i i		/4								
Reportable compensation from related organizations (W- 2/1099-MISC)		0									0		0		0		0		0		0
Reportable compensation from the organization	(W- 2/1099-		o		٥		0		0		0		0		0		0		0		0
- e e e	Former																				
ox, unle	Highest compensated employee							Γ	•												
	Key employee																				
	Officer																				
n (do n on si ns a dir	Institutional Trustée																				
Positio tha pers	Individual trustee or director		×	:	×		×		×	:	×		×	-	×		×		×	,	×
Average hours per week (list any hours	for related organizations below dotted line)	0.50	0.00	0.50	0.00	0.50	00.0	0.50	0.00	0.50	0.00	0.50	0.00	0.50	0.00	05.0	0.00	0.50	0.00	05.0	
(A) Name and Title		GARY R HEMINGER	BOARD MEMBER	MICHAEL 3 HENNIGAN	BOARD MEMBER	W HERBERT HUNT	BOARD MEMBER	CARLOS M HERNANDEZ	BOARD MEMBER	JOHN B HESS	BOARD MEMBER	VICKI HOLLUB	BOARD MEMBER	PAUL L HOWES	BOARD MEMBER	ROGER W JENKINS	BOARD MEMBER		BOARD MEMBER	KEVIN P KAUFFMAN	BOARD MEMBER

EXHIBIT 7

efile GRAPHIC print - DO NOT PROCESS | As Filed Data -

*

Department of the

Return of Organization Exempt From Income Tax

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

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to www.irc.gov/Form990 for instructions and the latest information

OMB No. 1545-0047

DLN: 93493325000082

Open to Public

reasu nterna		enue Service					Inspection
			l alendar year, or tax year beginning 01-01-2021 , and ending 12-31-	-2021			
		applicable:	C Name of organization		D Employer	identif	ication number
_		s change	AMERICAN PETROLEUM INSTITUTE		13-04334		30
		hange	Doing business as		20.04334		
□ Init □ Fina		eturn ım/terminated					
		ed return	Number and street (or P.O. box if mail is not delivered to street address) Room/suite	•	E Telephone r	umber	
] Apr	licat	tion pending	200 MASSACHUSETTS AVE NW 1100		(202) 682	-8000	
			City or town, state or province, country, and ZIP or foreign postal code WASHINGTON, DC 20001				
			WASHINGTON, DC 20001		G Gross recei	pts \$ 26	55,303,874
			F Name and address of principal officer:	H(a) Is this	a group retur	n for	
			MICHAEL J SOMMERS 200 MASSACHUSETTS AVE NW 1100		inates?		□Yes 🗹 No
			WASHINGTON, DC 20001	H(b) Are all include	subordinates		Yes No
Tax	-exe	empt status:	□ 501(c)(3) ☑ 501(c) (6) ◀ (insert no.) □ 4947(a)(1) or □ 527		" attach a list	. See i	
We	bsi	ite:► WW			exemption nu		
	ofo	organization:	☑ Corporation ☐ Trust ☐ Association ☐ Other ▶	L Year of forma	tion: 1919 M	State (of legal domicile: DC
					of the Code		
Pa		Sumi			_		
			cribe the organization's mission or most significant activities: 990, PART III, LINE 1 FOR COMPLETE MISSION STATEMENT				
	_	Charles Ali			·		
ı			s box $ ightlessim \Box$ if the organization discontinued its operations or disposed of mo f voting members of the governing body (Part VI, line 1a)	re than 25%	of its net asse	its. 3	4
	4		f independent voting members of the governing body (Part VI, line 1b)			4	4
	5		ber of individuals employed in calendar year 2021 (Part V, line 2a)		•	5	38
			ber of volunteers (estimate if necessary)			6	15,00
- 1			elated business revenue from Part VIII, column (C), line 12			7a	00,00
- 1			ated business taxable income from Form 990-T, Part I, line 11			7b	
┪							
				Prio	r Year		Current Year
.	8	Contributi	ons and grants (Part VIII, line 1h)	Prio	r Year	_	Current Year
			ons and grants (Part VIII, line 1h)	Prio			
	9	Program s		Prio	C		204,383,37
	9 10	Program s	service revenue (Part VIII, line 2g)	Prio	188,894,744		204,383,37 346,00
	9 10 11	Program s Investment Other rev	service revenue (Part VIII, line 2g)	Prid	188,894,744 1,089,131		204,383,37 346,00 24,059,65
	9 10 11 12	Program s Investme Other reve Total reve	service revenue (Part VIII, line 2g)	Prid	188,894,744 1,089,131 23,570,841		204,383,37 346,00 24,059,65 228,789,03
	9 10 11 12 13	Program s Investment Other reve Total reve Grants an	net income (Part VIII, line 2g)	Prio	188,894,744 1,089,131 23,570,841 213,554,716		204,383,37 346,00 24,059,65 228,789,03 200,50
	9 10 11 12 13	Program s Investment Other reve Total reve Grants an Benefits p	net income (Part VIII, line 2g)	Prio	188,894,744 1,089,131 23,570,841 213,554,716 110,000		204,383,37 346,00 24,059,65 228,789,03 200,50
	9 10 11 12 13 14 15	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c	net income (Part VIII, line 2g)	Prio	188,894,744 1,089,131 23,570,841 213,554,716 110,000		204,383,37 346,00 24,059,65 228,789,03 200,50
	9 10 11 12 13 14 15	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, o	the tincome (Part VIII, line 2g)	Prid	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32
	9 10 11 12 13 14 15 16a b	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c a Profession Total fundra	trincome (Part VIII, line 2g)	Prid	188,894,744 1,089,131 23,570,841 213,554,716 110,000 0 81,119,034		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32
	9 10 11 12 13 14 15 16a b	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c a Profession Total fundra Other exp	the tincome (Part VIII, line 2g)	Prid	188,894,744 1,089,131 23,570,841 213,554,716 110,000 0 81,119,034		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32
	9 10 11 12 13 14 15 16a b	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp	trincome (Part VIII, line 2g)	Prio	188,894,744 1,089,131 23,570,841 213,554,716 110,000 0 81,119,034		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56
cacuady	9 10 11 12 13 14 15 16a b	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp	the tincome (Part VIII, line 2g)		188,894,744 1,089,131 23,570,841 213,554,716 110,000 0 81,119,034 0 151,222,727 232,451,761		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56
casuady	9 10 11 12 13 14 15 16a b 17 18	Program s Investmen Other reve Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp Total exper	trincome (Part VIII, line 2g)		188,894,744 1,089,131 23,570,841 213,554,716 110,000 0 81,119,034 0 151,222,727 232,451,761 -18,897,045		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year
cacuady	9 10 11 12 13 14 15 16a b 17 18 19	Program s Investmen Other rev. Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp Total exper Revenue I	the tincome (Part VIII, line 2g)		188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46
ind Balances	9 10 11 12 13 14 15 16a b 17 18 19	Program s Investmen Other rev. Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp Total exper Revenue I	tervice revenue (Part VIII, line 2g)		188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year
Fund Balances	9 10 11 12 13 14 15 16a b 17 18 19	Program s Investment Other revent Total revent Grants and Benefits p Salaries, of Profession Total fundra Other exp Total expended Revenue I Total asset Total liabi Net assets	the tincome (Part VIII, line 2g)		188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740		204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09
der ewie	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investment Other rev. Total reve Grants an Benefits p Salaries, o Profession Total fundra Other exp Total exper Revenue I Total asset Total liabi Net assets Signal	the tincome (Part VIII, line 2g)	Beginning o	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670	nd to t	204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64
op by Fund Balances	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investmen Other rev. Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp Total exper Revenue I Total asset Total liabi Net assets Signa alties of pe	the tincome (Part VIII, line 2g)	Beginning of the dules and is based on	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670 statements, a all information	nd to t	204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64
Pand Balances Lybers and Balances Lybers and	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investmen Other rev. Total reve Grants an Benefits p Salaries, o Profession Total fundra Other exp Total exper Revenue I Total asses Total liabi Net assets Signa alties of per and belief edge.	the tincome (Part VIII, line 2g)	Beginning of the dules and is based on	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670	nd to t	204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64
Pand Balances Lycings And Malances Pand Balances	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investment Other rev. Total reve Grants an Benefits p Salaries, o Profession Total fundra Other exp Total exper Revenue I Total asset Total liabi Net assets Signal alties of per and belief edge.	the tincome (Part VIII, column (A), lines 3, 4, and 7d)	Beginning of the dules and of the dules	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670 statements, a all information	nd to t	204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64
Pand Balances Land Balances der owie kn	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investmen Other rev. Total reve Grants an Benefits p Salaries, c Profession Total fundra Other exp Total expe Revenue I Total asse Total liabi Net assets Signa alties of pe and belief edge. MICHAE	the tincome (Part VIII, line 2g)	Beginning of the dules and of the dules	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670 statements, a all information	nd to t	204,383,37 346,00 24,059,65 228,789,03 200,50 75,008,32 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64
Participant of the second of t	9 10 11 12 13 14 15 16a b 17 18 19 20 21 22	Program s Investment Other rev. Total reve Grants an Benefits p Salaries, o Profession Total fundra Other exp Total exper Revenue I Total asset Total liabi Net assets Signal alties of per and belief edge. MICHAE Type or	the tincome (Part VIII, column (A), lines 3, 4, and 7d)	Beginning of the dules and is based on Date	188,894,744 1,089,131 23,570,841 213,554,716 110,000 81,119,034 0 151,222,727 232,451,761 -18,897,045 f Current Year 117,715,070 199,757,740 -82,042,670 statements, a all information	nd to t	204,383,33 346,00 24,059,63 228,789,03 200,50 75,008,33 151,516,74 226,725,56 2,063,46 End of Year 119,123,45 161,998,09 -42,874,64

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

					0		0													60	
Estimated amount of other compensation from the organization and related organizations		0			0				0		0		0		0		0		0		0
Reportable compensation from related organizations (W- 2/1099-MISC)		0			0		0						0		0		0		0		0
(D) Reportable compensation from the organization	(W- 2/1099-		0		0		0		0		0		0		0		0		0	, d	0
a Company	Former	Г		Г		Г		\vdash		Г				T		Г					
ot check ox, unle ch an of or/trust	Highest compensated employee																				
	Key employee																				
	Officer																				
n (do n on s no a dir	Institutional Trustee		_																		
Positio tha pers	Individual trustee or director		×	:	×		×		×		×		×		×		×	,	<	,	×
Average hours per week (list any hours	for related organizations below dotted line)	0.50	0.00	05 0	00 0	05.0	00'0	0.50	0.00	0.50	0.00	0.50	00.0	05.0	00.0	0.50	00.0	0.50	0.00	0.50	00 0
(A) Name and Title		JACK A FUSCO	BOARD MEMBER	CHRIS GOLDEN	BOARD MEMBER - START MAR 2021	MIKE J HENNIGAN	BOARD MEMBER	W HERBERT HUNT	BOARD MEMBER	JOHN B HESS	BOARD MEMBER	VICKI HOLLUB	BOARD MEMBER	PAUL L HOWES	BOARD MEMBER	ROGER W JENKINS	BOARD MEMBER		BOARD MEMBER	KEVIN P KAUFFMAN	BOARD MEMBER