

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 **2004** calendar year, or tax year beginning and ending

B Check if applicable:
 Address change
 Name change
 Initial return
 Final return
 Amended return
 Application pending

C Name of organization: **APPALACHIAN TRAIL CONFERENCE**
 Number and street (or P O box if mail is not delivered to street address): **P.O. BOX 807**
 City or town, state or country, and ZIP + 4: **HARPERS FERRY, WV 25425**

D Employer identification number: **52-6046689**

E Telephone number: **304-535-6331**

F Accounting method: Cash Accrual
 Other (specify):

G Website: **WWW.APPALACHIANTRAIL.ORG**

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

K Check here if the organization's gross receipts are normally not more than \$25,000. The organization need not file a return with the IRS, but if the organization received a Form 990 Package in the mail, it should file a return without financial data. Some states require a complete return.

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12: **6,149,065.**

H and I are not applicable to section 527 organizations.
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates: **8**
H(c) Are all affiliates included? **N/A** Yes No (If "No," attach a list.)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number: **SEE STATEMENT 3**
M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances										
Revenue	1	Contributions, gifts, grants, and similar amounts received								
	a	Direct public support	1a	2,268,514.						
	b	Indirect public support	1b	8,199.						
	c	Government contributions (grants)	1c	1,552,497.						
	d	Total (add lines 1a through 1c) (cash \$ 2,487,298. noncash \$ 1,341,912.)	1d						3,829,210.	
	2	Program service revenue including government fees and contracts (from Part VII, line 93)	2						424,339.	
	3	Membership dues and assessments	3						1,235,467.	
	4	Interest on savings and temporary cash investments	4							
	5	Dividends and interest from securities	5						115,450.	
	6a	Gross rents	6a							
	6b	Less rental expenses	6b							
	6c	Net rental income or (loss) (subtract line 6b from line 6a)	6c							
7	Other investment income (describe)	7								
Revenue	8a	Gross amount from sales of assets other than inventory	(A) Securities	87,930.	8a	(B) Other	397,840.			
	b	Less cost or other basis and sales expenses	48,299.	8b	390,476.					
	c	Gain or (loss) (attach schedule)	39,631.	8c	7,364.					
	d	Net gain or (loss) (combine line 8c, columns (A) and (B))	STMT 1		STMT 2				46,995.	
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>									
Revenue	a	Gross revenue (not including \$ of contributions reported on line 1a)	9a							
	b	Less direct expenses other than fundraising expenses	9b							
	c	Net income or (loss) from special events (subtract line 9b from line 9a)	9c							
Revenue	10a	Gross sales of inventory, less returns and allowances	10a							
	b	Less cost of goods sold	10b							
	c	Gross profit or (loss) from sales of inventory (attach schedule) (subtract line 10b from line 10a)	10c							
11	Other revenue (from Part VII, line 103)	11						58,829.		
12	Total revenue (add lines 1d, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11)	12						5,710,290.		
Expenses	13	Program services (from line 44, column (B))	13					3,396,488.		
	14	Management and general (from line 44, column (C))	14					682,722.		
	15	Fundraising (from line 44, column (D))	15					400,961.		
	16	Payments to affiliates (attach schedule)	16							
	17	Total expenses (add lines 16 and 44, column (A))	17					4,480,171.		
Net Assets	18	Excess or (deficit) for the year (subtract line 17 from line 12)	18					1,230,119.		
	19	Net assets or fund balances at beginning of year (from line 73, column (A))	19					7,864,418.		
	20	Other changes in net assets or fund balances (attach explanation)	20					183,409.		
	21	Net assets or fund balances at end of year (combine lines 18, 19, and 20)	21					9,277,946.		

RECEIVED
MAY 20 2005
 793 OGDEN, UT IRS-OSC

SCANNED JUL 06 05

Part IV Balance Sheets

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	45,056.	45	<19,242.>
	46 Savings and temporary cash investments	1,256,586.	46	1,029,807.
	47 a Accounts receivable	47a 853,461.		
	b Less allowance for doubtful accounts	47b 23,961.	455,760.	47c 829,500.
	48 a Pledges receivable	48a		
	b Less allowance for doubtful accounts	48b		48c
	49 Grants receivable			49
	50 Receivables from officers, directors, trustees, and key employees			50
	51 a Other notes and loans receivable	51a 25,000.		
	b Less allowance for doubtful accounts	51b		51c 25,000.
	52 Inventories for sale or use		281,508.	52 292,563.
	53 Prepaid expenses and deferred charges			53 95,151.
	54 Investments - securities	STMT 8 <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	4,706,952.	54 4,806,145.
	55 a Investments - land, buildings, and equipment: basis	55a 3,294,472.		
	b Less accumulated depreciation	55b	3,064,717.	55c 3,294,472.
56 Investments - other		0.	56 0.	
57 a Land, buildings, and equipment: basis	57a 2,400,890.			
b Less accumulated depreciation	57b 1,178,039.	315,611.	57c 1,222,851.	
58 Other assets (describe SECURITY DEPOSITS)		205,854.	58 4,226.	
59 Total assets (add lines 45 through 58) (must equal line 74)		10,332,044.	59 11,580,473.	
Liabilities	60 Accounts payable and accrued expenses	696,035.	60	927,193.
	61 Grants payable		61	
	62 Deferred revenue	101,876.	62	109,579.
	63 Loans from officers, directors, trustees, and key employees		63	
	64 a Tax-exempt bond liabilities		64a	
	b Mortgages and other notes payable	1,104,250.	64b	696,750.
	65 Other liabilities (describe ANNUITIES PAYABLE)	565,465.	65	569,005.
66 Total liabilities (add lines 60 through 65)		2,467,626.	66 2,302,527.	
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	3,299,454.	67	3,110,442.
	68 Temporarily restricted	1,869,407.	68	3,168,135.
	69 Permanently restricted	2,695,557.	69	2,999,369.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
73 Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72; column (A) must equal line 19, column (B) must equal line 21)		7,864,418.	73 9,277,946.	
74 Total liabilities and net assets / fund balances (add lines 66 and 73)		10,332,044.	74 11,580,473.	

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.

Part VI Other Information

76 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity
77 Were any changes made in the organizing or governing documents but not reported to the IRS?
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?
78b If "Yes," has it filed a tax return on Form 990-T for this year?
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year?
80a 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?
80b If "Yes," enter the name of the organization and check whether it is exempt or nonexempt
81a Enter direct or indirect political expenditures See line 81 instructions
81b Did the organization file Form 1120-POL for this year?
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?
82b 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.)
83a Did the organization comply with the public inspection requirements for returns and exemption applications?
83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?
84a Did the organization solicit any contributions or gifts that were not tax deductible?
84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?
85b Did the organization make only in-house lobbying expenditures of \$2,000 or less?
85c Dues, assessments, and similar amounts from members
85d Section 162(e) lobbying and political expenditures
85e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices
85f Taxable amount of lobbying and political expenditures (line 85d less 85e)
85g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?
85h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?
86 501(c)(7) organizations. Enter a Initiation fees and capital contributions included on line 12
86b Gross receipts, included on line 12, for public use of club facilities
87 501(c)(12) organizations. Enter a Gross income from members or shareholders
87b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)
88 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?
89a 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under section 4911
89b 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?
90a List the states with which a copy of this return is filed
90b Number of employees employed in the pay period that includes March 12, 2004
91 The books are in care of

Located at HARPERS FERRY, WV

ZIP + 4 25425

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 page 33 of 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 SALES OF EDUCATIONAL					
b MATERIALS, TRAIL MAPS,					
c & OTHER MERCHANDISE, NET					424,339.
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					1,235,467.
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities			14	115,450.	
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	46,995.	
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue					
a OTHER REVENUES					58,829.
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0.		162,445.	1,718,635.
105 Total (add line 104, columns (B), (D), and (E))					1,881,080.

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

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See page 34 of 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 13

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See page 34 of 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 page 34 of 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).

I am preparing this return and accompanying schedules and statements, and to the best of my knowledge and belief, it is true, all information of which preparer has any knowledge.

Date: 5/16/05 Type or print name and title: RJ HAYS Director of Finance

Date: Check if self: Preparer's SSN or PTIN:

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 Section 4947(a)(1) Nonexempt Charitable Trust

2004

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

APPALACHIAN TRAIL CONFERENCE

Employer identification number
52: 6046689

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
BRIAN KING ----- HARPERS FERRY, WV	DIR. PUB. AFF 40/WEEK	60,265.	5,141.	
ROBERT PROUDMAN ----- HARPERS FERRY, WV	DIR. TRAIL MTN 40/WEEK	54,500.	7,030.	

Total number of other employees paid over \$50,000 ▶	0			

Part II 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
QUEBECOR WORLD ----- CHICAGO, IL	PRINTING	59,973.
BEMPORAD/BARANOWSKI ----- NEW YORK, NY	MARKETING	63,199.
NAMES IN THE NEWS ----- OAKLAND, CA	LIST EXCHANGE	67,194.
HBP ----- HAGERSTOWN, MD	PRINTING & GRAPHICS	71,762.
ENVIRONMENTAL RESTORATION ----- COURTDALE, PA	DEMOLITION	63,865.
Total number of others receiving over \$50,000 for professional services ▶	0	

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>5,698.</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 VI-B, LINE I	1	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.) SEE STATEMENT 14		
a Sale, exchange, or leasing of property?	2a	X
b Lending of money or other extension of credit?	2b	X
c Furnishing of goods, services, or facilities?	2c	X
d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?	2d	X
e Transfer of any part of its income or assets?	2e	X
3 a Do you make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how you determine that recipients qualify to receive payments.) SEE STATEMENT 15	3a	X
b Do you have a section 403(b) annuity plan for your employees?	3b	X
4 a Did you maintain any separate account for participating donors where donors have the right to provide advice on the use or distribution of funds?	4a	X
b Do you provide credit counseling, debt management, credit repair, or debt negotiation services?	4b	X

Part IV Reason for Non-Private Foundation Status (See pages 3 through 6 of the instructions)

- 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 supports organizations described in (1) lines 5 through 12 above; or (2) section 501(c)(4), (5), or (6), if they meet the test of section 509(a)(2). (See section 509(a)(3))

Provide the following information about the supported organizations (See page 5 of the instructions)

(a) Name(s) of supported organization(s)	(b) Line number from above

- 14 An organization organized and operated to test for public safety. Section 509(a)(4) (See page 5 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) 2003	(b) 2002	(c) 2001	(d) 2000	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants. See line 28.)	2,454,468.	1,721,202.	2,520,669.	2,816,017.	9,512,356.
16 Membership fees received	1,118,033.	1,167,934.	1,185,711.	975,519.	4,447,197.
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	908,663.	930,057.	818,609.	978,406.	3,635,735.
18 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	112,915.	114,307.	117,027.	158,394.	502,643.
19 Net income from unrelated business activities not included in line 18					
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					
21 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.					
22 Other income. Attach a schedule. Do not include gain or (loss) from sale of capital assets	61,694.	86,894.	73,408.	80,607.	302,603.
23 Total of lines 15 through 22	4,655,773.	4,020,394.	4,715,424.	5,008,943.	18,400,534.
24 Line 23 minus line 17	3,747,110.	3,090,337.	3,896,815.	4,030,537.	14,764,799.
25 Enter 1% of line 23	46,558.	40,204.	47,154.	50,089.	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a N/A
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 2000 through 2003 exceeded the amount shown in line 26a. Do not file this list with your return. Enter the total of all these excess amounts					26b N/A
c Total support for section 509(a)(1) test. Enter line 24, column (e)					26c N/A
d Add: Amounts from column (e) for lines: 18 _____ 19 _____ 22 _____ 26b _____					26d N/A
e Public support (line 26c minus line 26d total)					26e N/A
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					26f N/A %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year. (2003) 0. (2002) 0. (2001) 0. (2000) 0.					
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 11, 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: (2003) 0. (2002) 0. (2001) 0. (2000) 391,245.					
c Add: Amounts from column (e) for lines 15 9,512,356. 16 4,447,197. 17 3,635,735. 20 _____ 21 _____					27c 17,595,288.
d Add: Line 27a total 0. and line 27b total 391,245.					27d 391,245.
e Public support (line 27c total minus line 27d total)					27e 17,204,043.
f Total support for section 509(a)(2) test: Enter amount on line 23, column (e)					27f 18,400,534.
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27g 93.4975%
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					27h 2.7317%

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2000 through 2003, 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 7 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.)		
<hr/> <hr/> <hr/>			
32	Does the organization maintain the following		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?	32a	
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?	32b	
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?	32c	
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.)	32d	
<hr/> <hr/>			
33	Does the organization discriminate by race in any way with respect to:		
a	Students' rights or privileges?	33a	
b	Admissions policies?	33b	
c	Employment of faculty or administrative staff?	33c	
d	Scholarships or other financial assistance?	33d	
e	Educational policies?	33e	
f	Use of facilities?	33f	
g	Athletic programs?	33g	
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)	33h	
<hr/> <hr/>			
34 a	Does the organization receive any financial aid or assistance from a governmental agency?	34a	
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.	34b	
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	35	

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions)

N/A

(To be completed ONLY by an eligible organization that filed Form 5768)

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

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

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 11 of the instructions)

Calendar year (or fiscal year beginning in)	Lobbying Expenditures During 4-Year Averaging Period				N/A (e) Total
	(a) 2004	(b) 2003	(c) 2002	(d) 2001	
45	Lobbying nontaxable amount				0.
46	Lobbying ceiling amount (150% of line 45(e))				0.
47	Total lobbying expenditures				0.
48	Grassroots nontaxable amount				0.
49	Grassroots ceiling amount (150% of line 48(e))				0.
50	Grassroots lobbying expenditures				0.

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of	Yes	No	Amount
a Volunteers		X	
b Paid staff or management (Include compensation in expenses reported on lines c through h.)	X		
c Media advertisements		X	
d Mailings to members, legislators, or the public		X	
e Publications, or published or broadcast statements		X	
f Grants to other organizations for lobbying purposes		X	
g Direct contact with legislators, their staffs, government officials, or a legislative body	X		5,698.
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means		X	
i Total lobbying expenditures (Add lines c through h.)			5,698.

SEE STATEMENT 17

2004 DEPRECIATION AND AMORTIZATION REPORT
FORM 990 PAGE 2

990

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Amount Of Depreciation
1	BUILDINGS & IMPROVEMENTS	VARIES		.000	16	1389947.			1389947.	396,152.		0.
2	FURNITURE AND EQUIPMENT	VARIES		.000	16	628,005.			628,005.	530,868.		0.
3	LAND	VARIES				20,000.			20,000.			0.
4	SOFTWARE	VARIES		.000	16	362,938.			362,938.	251,019.		0.
	* TOTAL 990 PAGE 2 DEPR					2400890.		0.	2400890.	1178039.	0.	0.

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

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

DESCRIPTION	DATE ACQUIRED	DATE SOLD	METHOD ACQUIRED		
GAIN ON SALE OF LAND			PURCHASED		
NAME OF BUYER	GROSS SALES PRICE	COST OR OTHER BASIS	EXPENSE OF SALE	DEPREC	NET GAIN OR (LOSS)
	397,840.	390,476.	0.	0.	7,364.
TO FM 990, PART I, LN 8	397,840.	390,476.	0.	0.	7,364.

FORM 990	OTHER CHANGES IN NET ASSETS OR FUND BALANCES	STATEMENT	3
DESCRIPTION			AMOUNT
ANNUITY ACTUARIAL ADJUSTMENT			<57,753.>
NET UNREALIZED GAINS ON INVESTMENTS			241,162.
TOTAL TO FORM 990, PART I, LINE 20			183,409.

FORM 990 STATEMENT OF ORGANIZATION'S PRIMARY EXEMPT PURPOSE STATEMENT 4
PART III

EXPLANATION

THE PURPOSE OF THIS ORGANIZATION IS TO PROMOTE, CONSTRUCT AND MANAGE (AND TO ASSIGN AND DELEGATE MANAGEMENT & MAINTENANCE RESPONSIBILITIES TO MAINTAINING ORGANIZATIONS) A CONNECTED TRAIL, WITH RELATED TRAILS, CALLED THE APPALACHIAN TRAIL, AND TO PRESERVE AND RESTORE THE NATURAL ENVIRONMENT OF THE TRAIL AND ITS ADJACENT LANDS AND TO PROVIDE AN EDUCATIONAL OPPORTUNITY TO ENJOY THE APPALACHIAN TRAIL, RELATED TRAILS AND ADJACENT LANDS. THIS TRAIL RUNS OVER THE SUMMITS OF THE MOUNTAINS AND THROUGH THE WILD LANDS OF THE ATLANTIC SEABOARD AND ADJOINING THE STATES FROM MAINE TO GEORGIA, SO AS TO RENDER ACCESSIBLE FOR HIKING, BACKPACKING AND OTHER FORMS OF PRIMITIVE TRAVEL AND LIVING, AND TO PROVIDE A MEANS FOR CONSERVING AND DEVELOPING WITHIN THIS REGION, THE PRIMEVAL ENVIRONMENT AS A NATURAL RESOURCE.

FORM 990

STATEMENT OF PROGRAM SERVICE ACCOMPLISHMENTS

STATEMENT 5

DESCRIPTION OF PROGRAM SERVICE ONE

NATURAL RESOURCE MANAGEMENT AND PROTECTION - TO COORDINATE VOLUNTEER MAINTENANCE AND OPERATION OF THE TRAIL THROUGH MEMBER CLUBS AND TO PROTECT THE TRAIL FROM OUTSIDE NEGATIVE IMPACT. THE ORGANIZATION SERVES A MEMBERSHIP OF ABOUT 35,450 INDIVIDUALS AND FAMILIES, APPROXIMATELY 33 COMPANIES, AND 30 CLUBS AND ORGANIZATIONS. THE ORGANIZATION MANAGES MORE THAN 2,174 MILES OF TRAIL AND APPROXIMATELY 250,000 ACRES OF PUBLIC LAND IN FOURTEEN STATES.

TO FORM 990, PART III, LINE A

GRANTS

EXPENSES

3,396,488.

FORM 990

CASH GRANTS AND ALLOCATIONS

STATEMENT 6

CLASSIFICATION	DONEE'S NAME	DONEE'S ADDRESS	DONEE'S RELATIONSHIP	AMOUNT
SEE ATTACHED LISTING	SEE ATTACHED LISTING		NONE	179,053.
TOTAL INCLUDED ON FORM 990, PART II, LINE 22				179,053.

FORM 990 DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDINGS & IMPROVEMENTS	1,389,947.	396,152.	993,795.
FURNITURE AND EQUIPMENT	628,005.	530,868.	97,137.
LAND	20,000.	0.	20,000.
SOFTWARE	362,938.	251,019.	111,919.
TOTAL TO FORM 990, PART IV, LN 57	2,400,890.	1,178,039.	1,222,851.

FORM 990	OTHER EXPENSES NOT INCLUDED ON FORM 990	STATEMENT	9
DESCRIPTION			AMOUNT
FULFILLMENT COSTS INCLUDED IN REVENUE ON 990, RPTD SEPARATELY ON FIN STMTS			471,669.
TOTAL TO FORM 990, PART IV-B			471,669.

FORM 990	OTHER REVENUE INCLUDED ON FORM 990	STATEMENT 10
DESCRIPTION	AMOUNT	
FULFILLMENT COSTS INCLUDED IN REVENUE ON 990, REPORTED SEPARATELY ON F/S	<471,669.>	
TOTAL TO FORM 990, PART IV-A	<471,669.>	

FORM 990

PART V - LIST OF OFFICERS, DIRECTORS,
TRUSTEES AND KEY EMPLOYEES

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
BRIAN T. FITZGERALD HARPERS FERRY, WV	CHAIR MINIMAL	0.	0.	0.
CARL C. DEMROW HARPERS FERRY, WV	VICE CHAIR MINIMAL	0.	0.	0.
THYRA C. SPERRY HARPERS FERRY, WV	VICE CHAIR MINIMAL	0.	0.	0.
MARIANNE J. SKEEN HARPERS FERRY, WV	VICE CHAIR MINIMAL	0.	0.	0.
BARBARA L. WIEMANN HARPERS FERRY, WV	SECRETARY MINIMAL	0.	0.	0.
KENNARD HONICK HARPERS FERRY, WV	TREASURER MINIMAL	0.	0.	0.
ARTHUR P. FOLEY HARPERS FERRY, WV	ASSISTANT SECRETARY MINIMAL	0.	0.	0.
DAVID N. STARTZELL HARPERS FERRY, WV	EXEC DIRECTOR 40	105,000.	5,250.	0.
PAMELA AHLEN HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
KEVIN METHENY HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
BRUCE GRANT HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.

WILLIAM G. O'BRIEN HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
STEPHEN J. PARADIS HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
ANN H. SHERWOOD HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
WALTER E. DANIELS HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
CHARLES A. GRAF HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
SANDRA L. MARRA HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
MICHAEL D. PATCH HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
JANE DANIELS HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
WILLIAM STEINMETZ HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
BOB ALMAND HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
PHYLLIS HENRY HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
ROBERT P. KYLE HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.
WILLIAM S. ROGERS HARPERS FERRY, WV	BOARD OF MANAGERS MINIMAL	0.	0.	0.

APPALACHIAN TRAIL CONFERENCE

52-6046689

MCKINNEY V. TAYLOR
HARPERS FERRY, WV

BOARD OF MANAGERS
MINIMAL

0. 0. 0.

STEVEN A. WILSON
HARPERS FERRY, WV

BOARD OF MANAGERS
MINIMAL

0. 0. 0.

TOTALS INCLUDED ON FORM 990, PART V

105,000. 5,250. 0.

FORM 990

LIST OF STATES RECEIVING COPY OF RETURN
PART VI, LINE 90

STATEMENT 12

STATES

ALABAMA, ARIZONA, CALIFORNIA, CONNECTICUT, FLORIDA, GEORGIA, ILLINOIS,
MASSACHUSETTS, MARYLAND, MAINE, NORTH CAROLINA, NEW HAMPSHIRE, NEW JERSEY,
NEW YORK, OHIO, PENNSYLVANIA, RHODE ISLAND, SOUTH CAROLINA, TENNESSEE,
VIRGINIA, WASHINGTON, WISCONSIN, AND WEST VIRGINIA

FORM 990

PART VIII - RELATIONSHIP OF ACTIVITIES TO
ACCOMPLISHMENT OF EXEMPT PURPOSES

STATEMENT 13

LINE	EXPLANATION OF RELATIONSHIP OF ACTIVITIES
93	SALE OF EDUCATIONAL MATERIALS TO MEMBERS AND OTHER PERSONS INTERESTED IN THE TRAIL TO FURTHER ENHANCE THE MAINTENANCE, PRESERVATION AND PROTECTION OF THE TRAIL.
94	MEMBERSHIP DUES ARE COLLECTED FROM MEMBERS AND ARE MAINLY CONTRIBUTIONS. THESE DUES SUPPORT THE CONFERENCE OPERATIONS AND PROGRAMS.
103A	MISCELLANEOUS REVENUES ARE PROVIDED BY PROGRAM WORKSHOPS AND OTHER PROGRAM ACTIVITIES.

SCHEDULE A

STATEMENT REGARDING ACTIVITIES WITH
SUBSTANTIAL CONTRIBUTORS, TRUSTEES, DIRECTORS,
CREATORS, KEY EMPLOYEES, ETC.,
PART III, LINE 2

STATEMENT 14

SEE PART V, FORM 990

SCHEDULE A EXPLANATION OF QUALIFICATIONS TO RECEIVE PAYMENTS STATEMENT 15
PART III, LINE 3

THE APPALACHIAN TRAIL CONFERENCE (ATC) MAKES GRANTS, OR ON RARE OCCASIONS, LOANS TO ONLY TWO CATEGORIES OF ORGANIZATIONS. THE FIRST ARE AFFILIATED ORGANIZATIONS OF VOLUNTEERS ENGAGED BY ASSIGNMENT, DELEGATION, OR OTHER FORMAL RELATIONSHIP IN THE MAINTENANCE OF THE APPALACHIAN NATIONAL SCENIC TRAIL AND/OR MANAGEMENT OF PUBLIC LANDS THROUGH WHICH THE TRAIL IS ROUTED (ACTIVITIES DIRECTLY PURSUING ATC'S OBJECTIVES AND PURPOSES.) THESE ORGANIZATIONS ARE MEMBERS UNDER ATC'S BYLAWS AND RECEIVE GRANTS FOR TOOLS AND EQUIPMENT, BACKCOUNTRY SHELTER MATERIALS, AND SUCH PUBLIC-EDUCATION PROGRAMS AS RIDGERUNNERS (WHO PATROL HIGH-USE AREAS OF THE TRAIL TO ASSIST AND INFORM HIKERS OF WAYS TO BEST CARE FOR THESE PUBLIC RESOURCES). THE SECOND CATEGORY OF ORGANIZATIONS ARE ALLIED, LOCAL NATURAL-RESOURCE CONSERVATION ORGANIZATIONS THAT ASSIST ATC'S LAND-TRUST PROGRAM IN PRESERVING, CONSERVING OR MANAGING TRAIL LANDS OR ADJACENT LANDS FOR PUBLIC BENEFIT AND USE.

NO GRANTS ARE MADE EXCEPT IN FURTHERANCE OF APPALACHIAN TRAIL CONFERENCE PROGRAM OBJECTIVES AS DETERMINED, REVIEWED, AND APPROVED BY THE BOARD OF MANAGERS. LOANS HAVE ONLY BEEN MADE TO AFFILIATED MAINTAINING-MEMBER ORGANIZATIONS TO COVER INITIAL COSTS OF HOSTING BIENNIAL GENERAL-MEMBERSHIP MEETINGS AND ARE GENERALLY REPAID IN THE YEAR OF THE MEETING.

SCHEDULE A	OTHER INCOME			STATEMENT 16
DESCRIPTION	2003 AMOUNT	2002 AMOUNT	2001 AMOUNT	2000 AMOUNT
HOSTEL GROSS RECEIPTS	<200.>	51,023.	42,915.	37,928.
MISCELLANEOUS	61,894.	35,871.	30,493.	42,679.
TOTAL TO SCHEDULE A, LINE 22	61,694.	86,894.	73,408.	80,607.

SCHEDULE A STATEMENT OF LOBBYING ACTIVITIES - PART VI-B STATEMENT 17

APPALACHIAN TRAIL CONFERENCE STAFF MEMBERS APPEAR BEFORE U.S. CONGRESSIONAL COMMITTEES TO TESTIFY AND SUPPORT THE DEPARTMENT OF THE INTERIOR'S AND THE DEPARTMENT OF AGRICULTURE'S ROLES REGARDING THE APPALACHIAN NATIONAL SCENIC TRAIL.

Appalachian Trail Conference 52-6046689

CASH GRANTS AND ALLOCATIONS

Grants to Clubs

NAME	ADDRESS	AMOUNT
Georgia Appalachian Trail Club Attn: Don Gedeon, Treasurer	1824 Rockridge Place Atlanta, Ga 30324	2,000.00
Maine Appalachian Trail Club c/o Janet Roderick	1027 Watson Pond Road Rome, ME 04963	1,997.00
Potomac Appalachian Trail Club Attn: Monica Clark	118 Park Street SE Vienna, VA 22180-4609	2,700.00
Smoky Mountains Hiking Club Attn: George Ritter	102 Harper Lane Oak Ridge, TN 37830	1,500.00
Carolina Mountain Club Attn: Becky Smucker	6 Brook Drive Asheville, NC 28805	3,900.00
AMC-Connecticut Chapter c/o David Boone	370 Gilead Road Hebron, CT 06248	3,020.00
Outdoor Club at Virginia Tech c/o ATC Regional Office	1280 North Main Street Blacksburg, VA 24060	350.00
Natural Bridge A.T. Club Attn: David Helms	145 Belmont Place Lynchburg, VA 24502	400.00
AMC-Berkshire Chapter Attn: Ted Weber	964 South Main Street Great Barrington, MA 01230	400.00
Mountain Club of Maryland Attn: Joyce Fletcher	3302 Rueckert Avenue Baltimore, MD 21214	440.00
Dartmouth Outing Club Attn: Julie Clemons	PO Box 9 Hanover, NH 03755	550.00
Scofield Magnet Middle School Attn: Louise McMinn	641 Scofieldtown Road Stamford, CT 06903	1,500.00
Green Mountain Club Attn: Julia Grand Doucet	4711 Waterbury-Stowe Road Waterbury Center, VT 05677	1,500.00
Cumberland Valley A.T. Club Attn: Melanie Wertz	177 Woods Drive Mechanicsburg, PA 17050	626.25
AMC Outings for Urban Kinds Attn: Martin Cohen	160 Pershing Avenue Ridgewood, NJ 07450	750.00
AMC Trails Program c/o Andrew Norkin	PO Box 298 Gorham, NH 03581	3,107.00
Total Grants to Clubs		24,740.25

Program Grants

AMC-Berkshire Chapter Attn: Ted Weber	964 South Main Street Great Barrington, MA 01230	1,550.00
Green Mountain Club Attn: Julia Grand Doucet	4711 Waterbury-Stowe Road Waterbury Center, VT 05677	32,570.00
AMC Gorham c/o Andrew Norkin	PO Box 298 Gorham, NH 03581	34,500.00
Maine Appalachian Trail Club c/o Janet Roderick	1027 Watson Pond Road Rome, ME 04963	41,000.00
Virginia Creeper Trail Club Attn: Ginny Williams	3714 Highway 16 Mt. Rogers, VA 24354	500.00
Nantahala Hiking Club Attn: Larry Jelly, Pres	745 Muskrat Valley Lane Franklin, NC 28734	697.41
Jack Farley	18070 Stone Mill Road Abingdon, VA 24211	482.34
Dartmouth Outing Club Attn: Julie Clemons	PO Box 9 Hanover, NH 03755	2,500.00
Potomac Appalachian Trail Club Attn: Monica Clark	118 Park Street SE Vienna, VA 22180-4609	11,892.64
AMC Delaware Valley c/o Chris Rapacki	104 Gaither Drive Mt. Laurel, NJ 08054	3,500.00
National Forest Foundation Attn: Larry Bell	UT Conference Center Bldg 600 Henley Street, Suite 314 Knoxville, Tn 37902	10,000.00
Blue Mt Preservation	PO Box 547 Kunkletown, PA 18067	100.00
Mt.Rogers A.T.Club Harold Croxton, Treas.	830 Merion Circle Abingdon, VA 24211	1,058.53
Cumberland Valley ATC Don Badorf, Treas	326 N. Locust Point Rd Mechanicsburg, PA 17050	600.00
Mountain Club of Maryland Attn: Joyce Fletcher (2002 Outreach refund)	3302 Rueckert Avenue Baltimore, MD 21214	(359.50)
	Total Outreach Grant	<u>140,591.42</u>

Purchase Assistance

Carl Fritz	555 Kinchloe Mill Road Jonesborough, TN 37659	24.00
Smoky Mt Hiking Club	564 Baker Street Seymour, TN 37865	165.00
Jerry Troxler	9209 Corsairs Drive Knoxville, TN 37922	32.00
Joseph Kelley	PO Box 542 Blacksburg, VA 24063	70.00
Tony Barrett	185 Long Point Road Harpwell, ME 04079	65.00
David Buonomo	24 Meadowbank Road Billerica, MA 01821	65.00
Debra Weisenstein	66 Woodbridge Road Wayland, MA 01778	65.00
Robert P. Augello, Attorney	12 Robert Stret Middletown, NY 10940	375.00
Elbert & Phyllis Griffith c/o Wayne Shepherd, USFS	PO Box 7 Unicoi, TN 37692	12,500.00
Horizon Settlement Services	6 Garvins Falls road Concord, NH 03301	360.00
	Total Purchase Assistance	<u>13,721.00</u>
		<u><u>179,052.67</u></u>

Article 1. Name and Place of Business

The name of this organization shall be the Appalachian Trail Conservancy. The principal office of the Conservancy shall be at Harpers Ferry in the State of West Virginia.

Article 2. Purpose. The Appalachian Trail Conservancy (ATC) is a volunteer-based organization dedicated to the preservation and management of the natural, scenic, historic, and cultural resources associated with the Appalachian National Scenic Trail in order to provide primitive outdoor-recreation and educational opportunities for Trail visitors. The ATC, incorporated in the District of Columbia on December 10, 1936, is organized and operated solely for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code.

Article 3. Members

Sec. 1. Categories. There shall be five categories of membership:

- A. Life Member:** An individual or couple who has paid the lifetime membership fee prescribed in Article 9.
- B. Individual Member:** Individuals who are in good standing by virtue of having paid the current annual membership fee prescribed in Article 9.
- C. Maintaining Organization:** A club or organization (including its subdivisions) that has been assigned by the Conservancy sections of the Appalachian Trail for maintenance or management.
- D. Community Organization:** A club or organization that is not assigned sections of the Appalachian Trail but is interested in the purposes of the Conservancy and has paid the fee prescribed in Article 9.
- E. Corporate Member:** Any organization not specified in C and D above that desires to make a financial contribution to the Conservancy in accordance with Article 9.

Sec. 2 Honorary Member. Upon recommendation of the Executive Committee, honorary membership may be conferred by the Board of Directors (hereafter referred to as "the Board") at a regular meeting of the Conservancy on an individual who has made a distinguished contribution to the Appalachian Trail project. Nominees for honorary membership must have performed significant service independent of paid official duties. The service performed shall have had an inspirational or exemplary effect because of its special quality/character or innovative aspects, rather than be service of a conventional nature but performed in a superior manner. There shall be no others having comparable qualifications who are not already honorary members or nominees themselves. If the nominee's service has been mainly with a particular club, that service must have had either regional implications or must bear upon the Trail as a whole, or upon the club's relationship to the Conservancy. The service shall have been of considerable duration, demonstrating a long-term commitment to the Trail and Conservancy.

Article 4. Meetings of Members

Sec. 1. Regular Meetings. Regular meetings of the Conservancy shall be held at times and places determined by the Board, provided that a regular meeting shall be held not later than the end of the third calendar year from the year in which the previous regular meeting was held nor earlier than twenty months after the previous meeting. A regular meeting is defined as one at which the members of the Conservancy attend to the business of the Conservancy, including

the election of the Board and the consideration of motions and resolutions relevant to the corporate affairs of the Conservancy.

Sec. 2. Special Meetings. Special meetings may be called by the Board to be held at such times and places as it may determine.

Sec. 3. Notice. Written or printed notice stating the place, day and hour of any meeting of members shall be delivered either personally or by postal or electronic mail to each member entitled to vote at such meeting not less than two months before the date of such meeting. Notice in the principal publication of the Conservancy is deemed a proper and qualifying means of notification. In case of a special meeting, the purpose for which the meeting was called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the Conservancy with postage thereon paid. Any member may waive notice of any meeting.

Sec. 4 Representation. Each Life Member, Individual Member, Community Organization, Corporate Member, and Honorary Member shall have one vote, which must be cast in person. Each Maintaining Organization shall be represented by its President, Secretary, and Treasurer. Should any of these officers be unable to attend, such officer may be represented by a duly designated alternate authorized in writing by the organization's president. In addition, each Maintaining Organization shall be allowed one official representative for every ten miles (or major fraction thereof) of the Appalachian Trail assigned to it by the Conservancy. For the purposes of voting, the decision of the Chair as to the extent of mileage maintained by an organization shall be accepted. Each official representative of a Maintaining Organization shall have one vote, which must be cast in person.

Sec. 5. Quorum. A quorum shall consist of one hundred members in good standing. If a quorum is not present at any meeting of members, a majority of members present may adjourn the meeting from time to time without further notice.

Article 5. Board of Directors

Sec. 1. General Powers and Duties. The affairs of the Conservancy shall be managed by a Board of Directors ("the Board"), who shall promote, sponsor, govern, and advise the organization. The Board shall determine the mission and ensure effective organizational planning of the Conservancy; select the Executive Director; approve Conservancy policies; establish and charge the Trail Stewardship Council (whose Chair shall be selected from among the members of the Board); advise the Executive Director on major decisions; ensure adequate funding; establish and maintain relationships with the Trail Stewardship Council, clubs, members, and other stakeholders; cultivate new partners; enhance the public standing of the Appalachian Trail Conservancy; provide financial oversight; determine, monitor, and strengthen ATC's programs and services; ensure legal and ethical integrity and maintain accountability; recruit and orient new Board members and assess Board performance; and support the Executive Director and assess his or her performance. The Board alone has the authority to make or to withdraw an assignment for the maintenance of a section of the Appalachian Trail.

Sec. 2. Qualifications and Tenure. The Board shall consist of the officers of the Conservancy, the Conservancy's Executive Director *ex officio*, and as many as ten additional persons, recruited according to the interest, skills and experience that they would bring to the organization. Qualifications to be considered for Board nominees include a willingness to become thoroughly familiar with and adhere to Board member responsibilities, a knowledge of the Appalachian

May 8, 2004

Trail, a passion for the Appalachian Trail project, and a commitment to the cooperative management system. Desirable personal and professional attributes include experience with Trail management across different regions, leadership skills, prior not-for-profit board experience, involvement in and understanding of the hiking community, legal skills, information technology skills, and experience with conservation, land trusts, government/politics, education, publishing, fund-raising, communications/marketing, accounting/financial management, and personnel management, and contacts and influence with the business community, foundations, and governmental agencies. The Board should reflect a diversity of age, gender, and ethnicity. No member of the Board may be reelected to the position that he or she holds at a time when he or she has been holding that position for six consecutive years; however, a member may be elected at any time to another position on the Board in spite of ineligibility to be elected to that same position or may be elected again after a respite of one election term to a position he or she had previously held.

Sec. 3. Election of the Board. The Board of Directors shall be elected by the members of the Conservancy present at each regular meeting. For the purpose of making nominations for membership on the Board, a nominating committee shall be appointed by the Chair and announced in the principal publication of the Conservancy at least six (6) months prior to each regular meeting. The slate proposed by the Nominating Committee shall be published in the principal publication of the Conservancy at least sixty days prior to the regular meeting. Additional nominations may be made up to thirty days prior to the regular meeting by petition bearing signatures of at least fifty members of the Conservancy.

Sec. 4. Regular Meetings. The Board shall meet at least twice per year and immediately after each regular meeting of the Conservancy.

Sec. 5. Special Meetings. Special meetings may be called by the Executive Committee at such times and places as it deems appropriate or necessary. Some or all members may participate via telephone conference call or comparable means of simultaneous communication.

Sec. 6. Notice. Notice of any special meeting of the Board shall be given at least two weeks previously thereto by written notice delivered personally or sent by postal or electronic mail or other means to each member of the Board at the address shown in the records of the Conservancy.

Sec. 7. Quorum. A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board, provided that, if less than a majority of the Board is present at said meeting, a majority of the Board present may adjourn the meeting from time to time without further notice. Each member of the Board present shall have one vote.

Sec. 8. Removal. An officer of the Conservancy or member of the Board may be removed from office for cause by a majority vote of the Board. "Cause" may include, but is not limited to, violation of the conflict of interest policy, realization of wrongful personal financial gain as a result of Board membership, breach of confidentiality, working to subvert the decisions of the Board, gross abuse of authority or discretion, abusive speech or conduct, fraudulent or dishonest behavior, or any other breach of duties as a Director.

Sec. 9. Vacancies. Any vacancies occurring in the membership of the Board may be filled by vote of the Executive Committee. Any position to be filled by reason of an increase in the number of members of the Board shall be filled, as provided in Section 3 of this Article, by the members of the Conservancy. A person elected to fill a vacancy shall be elected for the unexpired term of the predecessor in office.

May 8, 2004

Sec. 10. Compensation. Elected members of the Board as such shall not receive any stated compensation for their services, but may be reimbursed for their expenses of attendance at meetings of the Board and other proper expenditures as may be incurred in connection with the performance of Conservancy business.

Sec. 11. Executive Committee. In the intervals between the meetings of the Board, the affairs of the Conservancy shall be under the control of the Executive Committee of the Board. The Executive Committee shall consist of the Chair, the Vice Chair, the Secretary, the Treasurer, and two other members selected by the Board at the time of the regular meetings of the Conservancy. It shall be the duty of the Executive Committee to carry out policies previously established by the Board. Five members shall constitute a quorum. They may vote either at a meeting or by postal or electronic mail on written propositions submitted to them or by telephone, confirmed by postal or electronic mail or by other agreed-upon means sufficient to establish a record of the decision. Between regular meetings of the Conservancy, vacancies in the Executive Committee shall be filled by a majority vote of the Executive Committee in an election duly called by the Chair, which voting may be by postal or electronic mail.

Sec. 12. Other Committees. Except as hereafter specified, other committees may be designated by resolution adopted by a majority of the members of the Board present at an official meeting or by the Chair. The Nominating Committee to evaluate and recommend candidates for election to the Board shall be composed of seven Conservancy members who are broadly representative of the interests of the Conservancy, including a committee chair, all of whom shall be selected by the Chair of the Conservancy in consultation with the Executive Committee. The names of those selected shall be presented to the Board for its approval in sufficient time to permit compliance with the requirements of Section 3.

Article 6. Officers

Sec.1. Officers. The officers of the Conservancy shall consist of a Chair, a Vice Chair, a Secretary, a Treasurer, and an Executive Director.

Sec. 2. Election, Qualifications, and Terms of Office. The officers of the Conservancy, with the exception of the Executive Director, shall be members of the Conservancy and shall be elected at each regular meeting of the Conservancy. Any vacancy occurring in any elective office between regular meetings of the Conservancy shall be filled by the Executive Committee from the members of the Board. The officer elected to fill such vacancy shall serve for the unexpired term of the predecessor in office. The Executive Director of the Conservancy shall be appointed by the Board. In the event the Executive Director is temporarily unable to fulfill the duties of that office, the Executive Committee shall appoint an Acting Executive Director for the duration of the disability.

Sec. 3. Duties of Officers. It shall be the duty of the Chair to preside at all meetings of the Conservancy and of the Board and generally to carry out the purposes for which the Conservancy was organized. The Chair is authorized to sign documents on behalf of the organization, to appoint committees, and to be an *ex officio* member of any committee. The Vice Chair, Secretary, and Treasurer shall perform the duties usually pertaining to such offices. The Executive Director shall be the Chief Executive Officer of the Conservancy and shall have direct line authority over its employees. The Executive Director is responsible to the Board for the administration of the Conservancy and for carrying out the policies established by the Board.

Sec. 4. Disability of the Chair. In the event the Chair is not able to perform the duties of that office, the Vice Chair will act as the Chair for the duration of the disability.

May 8, 2004

Article 7. Contracts, Checks, Deposits, Funds

Sec. 1. Contracts. The Board may authorize any officer or officers, agent or agents of the Conservancy to enter into any contract or execute or deliver any instrument in the name of and on behalf of the Conservancy, and such authority may be general or confined to specific instances.

Sec. 2. Checks, Drafts, etc. All checks, drafts, or other orders for the payment of money, notes, or other evidence of indebtedness issued in the name of the Conservancy shall be signed by such officer or officers, agent or agents of the Conservancy and in such manner as shall from time to time be determined by resolution of the Board.

Sec. 3. Deposits. All funds of the Conservancy shall be deposited to the credit of the Conservancy in such banks, trust companies or other depositories as the Treasurer may select in accordance with the policies established by the Board.

Sec. 4. Gifts. The Board may accept on behalf of the Conservancy any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Conservancy.

Article 8. Books and Records

The Conservancy shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of General Membership meetings and meetings of the Board and the Executive Committee, and shall keep, at the registered or principal office, a record giving the names and addresses of the members. All books and records of the Conservancy may be inspected by any member or his or her agent or attorney for any proper purpose at an agreed-upon time.

Article 9. Finances

Sec. 1. Dues. Individual Members shall pay a yearly membership fee at a rate to be fixed by the Board. This fee is due upon acceptance to membership and at the expiration of twelve calendar months each year thereafter. Life members shall pay a one-time membership fee to be determined by the Board. Honorary Members shall not be assessed dues. There shall be no fixed membership fee for Maintaining Organizations, although they are encouraged to support the work of the Conservancy through voluntary contributions on a yearly basis. Community Organizations shall pay a yearly membership fee at a rate to be fixed by the Board. The corporate membership dues shall be set by the Board.

Sec. 2. Expenses. The expenses of the Conservancy shall be met by dues from members and by voluntary contributions from Maintaining Organizations and others interested in its purposes and by other sources approved by the Board that support the purposes of the Conservancy.

Sec. 3. Fiscal Year. The fiscal year of the Conservancy shall be for the twelve months ending on December 31.

Sec. 4. Budget. Prior to the start of each fiscal year, the Board shall adopt a budget for the following fiscal year. It shall be the responsibility of the Executive Director, in consultation with the Treasurer and other interested persons, to provide the Board with budget recommendations. The Board may revise the budget as necessary during the fiscal year.

May 8, 2004

Sec. 5. Audit. At the close of each fiscal year, an independent audit of the finances of the Conservancy shall be performed by a Certified Public Accountant. The auditor shall be designated annually by the Board.

Article 10. Dissolution

In the event of the dissolution of the Conservancy, its remaining assets, if any, shall be distributed to one or more organizations having similar objectives and purposes in accordance with Section 501 (c) (3) of the Internal Revenue Code as now in force or afterward amended. Such distribution shall be determined by the Board.

Article 11. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Appalachian Trail Conservancy in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the Conservancy may adopt.

Article 12. Amendment to Bylaws

The Bylaws, upon proper motion by a member and second by a member of the Conservancy, may be amended by a two-thirds vote of the members of the Conservancy present and voting at any regular meeting of the members when a quorum is present or by a two-thirds vote of the Board of Directors. Such vote may be taken at any meeting of the Board. When changes to the Bylaws are made by the Board, such changes shall be published in an appropriate Conservancy-wide publication along with an explanation of the reason for such changes.

As amended November 22, 2004, by the Board of Managers. These amended Bylaws shall become effective on July 4, 2005.

May 8, 2004