



Name: Lynn M Dobler
Date: 1 / 8 / 2026
Time: 4 : 06 AM / PM

Reinhart Boerner Van Deuren s.c.
22 East Mifflin Street, Suite 700
Madison, WI 53703

Telephone: 608.229.2200
Facsimile: 608.229.2100
reinhartlaw.com

January 8, 2026

Don M. Millis
Direct Dial: 608-229-2234
dmillis@reinhartlaw.com

SERVED BY PROCESS SERVER

Lydia A. McComas, City Clerk
City of Madison
City County Building
210 Martin Luther King Jr. Boulevard
Madison, WI 53703

Dear Clerk:

Now comes Claimant, Ascendium Education Group, Inc. ("Ascendium"), a nonprofit non-stock corporation, as owner of the properties located at 38 Buttonwood Court in the City of Madison and identified with the Tax IDs 251-0810-154-0113-6 and 251-0810-154-0199-6 (collectively, the "Property"), by Claimant's attorneys, Reinhart Boerner Van Deuren s.c., and files against the City of Madison (the "City") this Claim For Recovery of Unlawful Tax, pursuant to Wis. Stat. § 74.35.

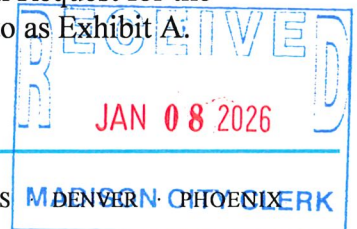
CLAIM FOR RECOVERY OF UNLAWFUL TAX - WIS. STAT. § 74.35

1. Ascendium is a nonprofit non-stock corporation organized and validly existing under Chapter 181 of the Wisconsin Statutes and § 501(c)(3) of the Internal Revenue Code ("IRC").

2. Ascendium is an educational, benevolent, and philanthropic association that has for over 50 years been headquartered in the City and had as its mission and primary purpose to champion opportunity and make the benefits of postsecondary education attainable to all.

3. Ascendium acquired the Property in September of 2020 and completed construction of its new headquarters on the Property in December 2021 at which point it began occupancy and exclusive use of the Property as home for the educational, benevolent, and philanthropic activities it performs to advance its mission described in paragraph 2, above.

4. Ascendium timely and properly filed a Property Tax Exemption Request for the Property in February of 2025 (the "Request"), which Request is attached hereto as Exhibit A.



5. As explained in more detail in the Request, the Property qualifies for a property tax exemption pursuant to Wis. Stat. § 70.11(4)(a) because it is owned and exclusively used by Ascendium for its educational, benevolent, and philanthropic purposes.

6. By letter received November 14, 2025, attached as Exhibit B, the City Assessor denied the Request, setting forth her conclusion that Ascendium is not a benevolent association because, among other reasons, it does not engage in benevolent activities and may profit from its investments.

7. As Ascendium set forth in its Application, the Property qualified for exemption under Wis. Stat. § 70.11(4)(a) at all times during 2025.

8. Ascendium was one of two entities to be awarded Charitable Nonprofit Business of 2025—along with the United Way of Dane County—by InBusiness Magazine, a recognition by a third party organization acknowledging Ascendium’s position as an educational, benevolent and philanthropic organization.

9. In a Decision and Order dated March 5, 2005, the Dane County Circuit Court ruled that Ascendium is a benevolent organization and that, contrary to the position of the City, it was not disqualified from the exemption under Wis. Stat. § 70.11(4)(a) by virtue of its role as a guarantor of student loans. *Ascendium Education Group, Inc. v. City of Madison*, Case No. 2023 CV 1619, Dkt. No. 185 (Dane Co. Cir. Ct. March 5, 2025).

10. The City Assessor in denying exemption for the Property unlawfully classified the Property as taxable for 2025, in direct violation of the plain language of Wis. Stat. § 70.11(4)(a).

11. Based on the City Assessor’s unlawful refusal to exempt the Property for 2025, the City set the assessed value at \$18,643,800. Based on that unlawful assessment, the City imposed an unlawful 2025 property tax, before the first dollar credit, on the Property of \$348,372.70.

12. Ascendium, under protest and asserting all its rights of appeal and refund, paid the full amount of unlawful tax by two checks dated January 2, 2025 and numbered 50004213 and 50004214.

13. Because the Property was exempt for the entirety of 2025, the 2025 tax of \$348,372.70 was an unlawful tax within the meaning of Wis. Stat. §§ 74.35(1) and 74.33(1)(c).

14. As the aggrieved party, pursuant to Wis. Stat. § 74.35(2)(a), Ascendium is making this claim against the City for the recovery of an unlawful tax in the amount of \$348,372.70 plus interest.

Lydia A. McComas, City Clerk
January 8, 2026
Page 3

Dated at Madison, Wisconsin, this 8th day of January, 2026.

Sincerely yours,

A handwritten signature in blue ink, appearing to read "Don Millis". The signature is fluid and cursive, with the first name "Don" being more prominent than the last name "Millis".

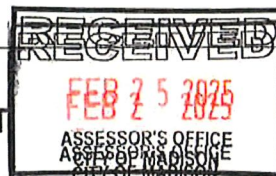
Don M. Millis
Agent for Claimant

Encs.

60222653



STATE OF WISCONSIN
PROPERTY TAX EXEMPTION REQUEST



State law requires owners seeking exemption of a property for the current assessment year to file this form along with any necessary attachments. **Failure to complete this form in its entirety may result in denial of exemption.** The completed form and attachments must be filed with the assessor in the taxation district where the property is located by **March 1** to be eligible for the current assessment year. See sec. 70.11, Wis. Stats., and the Wisconsin Property Assessment Manual for additional property tax exemption information. If more space is needed for any questions, use the "Additional Information" box on page 4 or attach additional sheets.

SECTION 1 – APPLICANT INFORMATION

1. Applicant Name
Ascendium Education Group, Inc. & Affiliates

Date
02 / 18 / 2025

2. Applicant is ☐ Sole proprietorship ☒ WI Chapter 181 corporation ☐ WI unincorporated nonprofit association
☐ Other (please explain):

3. Contact person: Rebecca Rapp
Address: 38 Buttonwood Court
Madison, WI 53718
Telephone number(s): 608-733-2608
Email: rrapp@ascendiumeducation.org
Relationship to applicant: General Counsel

4. Registered agent: Patricia Kingston
Address: 38 Buttonwood Court
Madison, WI 53718
Telephone number(s): 608-733-2559
Email: pkingston@ascendiumeducation.org



5. Mailing address and phone number of Applicant if different than Contact Person:
SAME

6. Identify each organizational officer, the officer's address, the telephone number and the position held within the requesting organization. See Exhibit 1

7a. Please identify the use of the property:

- | | | | |
|--|--|---|---|
| ☐ Agricultural Fair | ☐ Library | ☐ Rehabilitation | ☐ Fraternity |
| ☐ YMCA/YWCA | ☐ Fire Company | ☐ Military | ☐ Hospital |
| ☐ Cemetery | ☐ Lions Camp | ☐ Bible Camp | ☐ Memorial |
| ☐ Farmer's Temple | ☐ Archaeological Site | ☐ Art Gallery | ☐ Charity |
| ☐ Held for Public Interest | ☐ Housing | ☐ Disability Camps | ☐ Labor Temple |
| ☐ Industrial Development Agencies | ☐ Waste Treatment | ☐ Radio Station | ☐ Medical Research |
| ☐ Sports/Entertainment | ☐ Humane Society | ☐ Youth Hockey | ☐ Theater |
| ☐ Mental/Physical Disabled Camp | ☐ Railroad Historic Society | ☐ Youth Baseball Association | ☐ Benevolent |
| ☐ Local Exposition | ☐ Historic/Architectural | ☐ Dependent & Development Disability | |
| ☒ Educational | ☐ Religious | ☐ Professional Sport/Entertainment Stadium | |
| ☐ Women's Club | ☐ Historical Society | ☐ Other (please explain in the "Additional information" box on page 4) | |

7b. Identify the precise statutory reference and language supporting the exemption.
Wis. Stat 70.11(4): Ascendium is a benevolent, educational entity that owns property

8. State the organization's purpose, mission, and primary goal:
See Exhibit 1

9. Describe the services provided by the organization:
See Exhibit 1

10. List the primary beneficiaries of the services:
The US Department of Education and people seeking postsecondary education or training

11. Is there a fee charged, or revenue earned, for services provided? ☒ Yes ☐ No ☐ N/A
If Yes, what is the amount of the fee charged or revenue earned? See Exhibit 1

12. Do you provide any free service? ☒ Yes ☐ No ☐ N/A
If Yes, explain: See Exhibit 1

13. What percent of recipients receive free service (on an annual basis) ☐ N/A See Exhibit 1 _____ %

14. Do you provide service to anyone at below market or reduced rates? ☒ Yes ☐ No ☐ N/A
If Yes, explain: See Exhibit 1

COPY

15. What percentage of annual recipients receive services at below or reduced rates?	☐ N/A	See Exhibit 1	%
16. Are you under any obligation to provide services to those who cannot pay? If Yes, explain: See Exhibit 1	☒ Yes	☐ No	☐ N/A
17. Does Applicant receive any subsidies, grants, or low or no interest loans to operate or otherwise provide its services? If Yes, identify sources and amounts and how monies are applied or used.	☐ Yes	☒ No	☐ N/A
18. How much of Applicant's annual gross income or revenue is derived from donations? What percentage is that of Applicant's total annual income or revenue?	\$	0.00	
	☐ N/A		0%
SECTION 2 – SUBJECT PROPERTY INFORMATION			
* ☐ N/A			
* If N/A, explain in the "Additional information" box on page 4 of this form.			
19. Property for which exemption is being applied ("Subject Property"): Address: 38 Buttonwood Court, Madison, WI 53718 Tax parcel number: See Exhibit 1 Legal description: See Exhibit 1 Number of acres: 13.365			
20. Estimated fair market value of Subject Property: If based on an independent appraisal, identify the appraiser and the purpose of the appraisal below. Appraiser: City of Madison Purpose of Appraisal: 2024 Tax Assessment		\$ 18,643,800.00 as of 1 / 1 / 2024	
21. Owner of Subject Property: Ascendium Education Group, Inc. If Owner is different from Applicant, explain and identify the relationship between Applicant and Owner.			
22. Date Owner acquired Subject Property:		09 / 17 / 2020	
23. Person or entity from whom Owner acquired Subject Property: American Family Mutual Insurance Co., S.I.			
24. Date Owner first began using and occupying Subject Property:		12 / 01 / 2021	
25. Date Applicant first began using and occupying the Subject Property:		12 / 01 / 2021	
26. Explain precisely how Applicant actually uses the Subject Property: Corporate headquarters and home to its benevolent, educational nonprofit activities			
27. Explain in detail why Applicant feels the Subject Property qualifies for property tax exemption. Finally, describe precisely how applicant and the Subject Property fit within that statutory language. See Exhibit 1			
SECTION 3 – TENANT INFORMATION			
☐ N/A			
28. Identify all persons and entities other than Owner who have the right to use and occupy any part of the Subject Property. Include all tenants, licensees, and concessionaires of the Subject Property. Use the space provided on page 4 or attach additional pages as necessary. For each, include: a. Name of tenant or occupant. b. Their mailing address and phone number. c. Their interest in the Subject Property. d. A precise and detailed explanation of how they actually use the Subject Property. e. The date from which they began occupancy of the Subject Property. f. The monthly rate or fee they pay to use or occupy the Subject Property. g. An explanation of how rent or other fees they pay to use and occupy the Subject Property are used and applied. h. The portion of the Subject Property they use or occupy. Indicate number of users other than owner, if there are no other users, enter "None". Number of other users: 0			
29. Identify the percentage of the Subject Property that is used or occupied by persons other than owner.		0 %	
30. Was the subject Property used in an unrelated trade or business for which the Owner was subject to taxation under section 511 to 515 of the Internal Revenue Code? If Yes, explain:		☐ Yes	☒ No

SECTION 4 – ATTACHMENTS

31. **ATTACH COPIES OF THE FOLLOWING DOCUMENTS:** See attached. Please contact applicant if any additional information is needed to evaluate this application.

A. Documents regarding applicant, owner, tenant(s), or occupant(s) of the Subject Property (where applicable):

1. Proof of non-profit status (e.g. Determination Letter under I.R.C. 501(c)(3)).
2. Partnership Agreement, Association Documents, Articles of Incorporation, Charter and By-laws, including any amendments thereto.
3. Latest annual report filed with State Department of Financial Institutions.
4. Curriculum of educational courses offered.
5. Part II of Form 1023 (Application for Recognition of Exemption) filed with the Internal Revenue Service.
6. Form 990 (Return of Organization Exempt from Income Tax).
7. Form 990T (Exempt Organization Business Income Tax Return).
8. Ordination papers for the occupants if the Subject Property is to be considered eligible as housing for pastors and their ordained assistants, members of religious order and communities, or ordained teachers.
9. Leases and subleases affecting the Subject Property or any part thereof, including all amendments thereto.
10. Concessionaire agreements, license agreements, and other documents regarding the use of occupancy of the Subject Property or any part thereof, including all amendments thereto.
11. Covenants, restrictions, rules and regulations (recorded or unrecorded), and all amendments thereto, affecting use or occupancy of the Subject Property or title thereto and all amendments thereto.
12. Mortgages (recorded or unrecorded) affecting the Subject Property.
13. Copy of the documents listed in 1 through 12 above as the same relate to any tenant or occupant of the property.
14. Any other information that would aid in determining exempt status.

B. Documents regarding the Subject Property:

1. Survey of the Subject Property. This includes certified survey maps and subdivision maps and plats.
2. An Appraisal of the Subject Property.
3. Deeds or instruments of conveyance by which organization acquired interest in the Subject Property.
4. Any other information that would aid in determining exempt status.

SECTION 5 – AFFIDAVIT

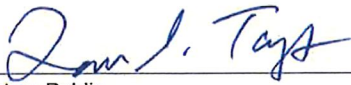
Under penalties of perjury, I, on behalf of the above-named organization/Applicant, hereby certify that I am authorized to sign and submit this application, and that the information and documents submitted herewith are true and correct to the best of my knowledge and belief.

Title General Counsel	Telephone (608) 733 – 2608	Date 2/18/2025
Signature 	Name (printed) Rebecca Rapp	

STATE OF WISCONSIN

COUNTY OF: Dane

Subscribed and sworn to before me this 18th day of February, 2025


Notary Public
My Commission expires on 10-03-2025



Note: The following text is an excerpt from Stat., Sec. 70.11. Refer to current Wisconsin Statutes for the complete language or sections applicable to the exemption of property from taxation.

70.11 Property exempted from taxation. The property described in this section is exempted from general property taxes if the property is exempt under sub. (1), (2), (18), (21), (27) or (30); if it was exempt for the previous year and its use, occupancy or ownership did not change in a way that makes it taxable; if the property was taxable for the previous year, the use, occupancy or ownership of the property changed in a way that makes it exempt and its owner, on or before March 1, files with the assessor of the taxation district where the property is located a form that the department of revenue prescribes or if the property did not exist in the previous year and its owner, on or before March 1, files with the assessor of the taxation district where the property is located a form that the department of revenue prescribes. Except as provided in subs. (3m)(c), (4)(b), (4a) (f), and (4d), leasing a part of the property described in this section does not render it taxable if the lessor uses all of the leasehold income for maintenance of the leased property, construction debt retirement of the leased property or both and if the lessee would be exempt from taxation under this chapter if it owned the property. Any lessor who claims that leased property is exempt from taxation under this chapter shall, upon request by the tax assessor, provide records relating to the lessor's use of the income from the leased property.

Additional information:

See Exhibit 1.

**ASCENDIUM EDUCATION GROUP, INC. & AFFILIATES
2025 PROPERTY TAX EXEMPTION REQUEST - EXHIBIT 1**

Introduction

Ascendium Education Group, Inc. is a nonprofit non-stock corporation under Wisconsin Statutes Chapter 181 and Internal Revenue Code (IRC) § 501(c)(3) ("AEG"). It has been headquartered in the City of Madison ("City") for over 50 years.¹ It serves as a "supporting organization" under IRC § 501(c)(3) and exists to support its wholly-owned affiliate, Ascendium Education Solutions, Inc. ("AES"), which is a nonprofit non-stock corporation under Wisconsin Statutes Chapter 181 and IRC § 501(c)(3).²

AEG is applying for a property tax exemption for the 2024 tax year under Wis. Stat. § 70.11(4)(a)(1) for its headquarters at 38 Buttonwood Court ("Subject Property") ("Exemption"). AEG has actions pending in Dane County Circuit Court for a refund of unlawful taxes imposed in the 2022 and 2023 tax years, plus statutory interest, and has filed a Claim for Return of Unlawful Taxes with the City related to the 2024 tax year. The information provided herein supplements the detailed information provided to the City previously, which is incorporated by reference.

The Subject Property is in the City of Madison but located in the Sun Prairie and DeForest school districts. AEG acquired the Subject Property in September 2020 completed construction of the new headquarters and began occupancy in late-Fall 2021.

AEG qualifies for the Exemption because it is a benevolent and educational association under § 70.11(4)(a)(1) and owns, occupies, and uses the Subject Property for its nonprofit benevolent purposes.

AEG's guiding mission is "to champion opportunity—to make the benefits of postsecondary education more attainable to all." This mission animates everything AEG does. AEG operates for the support and benefit of AES, which engages in a variety of benevolent and philanthropic activities including:

- Serving one of the nation's largest philanthropies focused on increasing access to and success in postsecondary education and training;
- Serving as the nation's largest Federal Family Education Loan Program ("FFELP") guarantor, playing a critical role in a two-tiered insurance model that was established as part of President Lyndon Johnson's "Great Society" initiative to allow people with no collateral or credit history to get money for school without satisfying traditional underwriting requirements;
- Performing a variety of financial-wellness and educational services as a FFELP guarantor on behalf of schools (including many Wisconsin public institutions; and

¹ See [Who We Are \(ascendiumeducation.org\)](https://ascendiumeducation.org).

² AES was formerly known as Great Lakes Higher Education Guaranty Corporation. AEG has another affiliate other than AES, NorthStar Education Services, LLC ("NES"). NES does not regularly conduct any activities or have any employees at the Property, and the vast majority of activities AEG and AES (including sales and marketing support) perform for NES are done by remote employees who do not work at the Subject Property. Further, any NES profits would be part of AEG's philanthropic corpus and used to advance its benevolent and philanthropic mission. AEG consequently focuses on AEG and AES here but is happy to answer questions about NES.

- Awarding over \$100 million each year through its education philanthropy grants and various community-giving initiatives.

So significant are AEG's and AES's contributions to Wisconsin that the Governor's Council on Financial Literacy selected "Ascendium" to receive the Governor's Financial Literacy 2022 Legacy Award along with the Wisconsin Student Debt Coalition. The Legacy Award is for:

Any individuals, organizations, or businesses whose purpose and heritage are ingrained in sustained financial literacy, capability and inclusion, and whose reputation in doing so is held in high regard as to serve as a model for others in carrying on the work of supporting financial literacy and expanding opportunities and security through financial capability. This lifetime recognition is intended to be conferred once to the recipients.³

Likewise, in recognition of AEG's support of the Madison community, the Association of Fundraising Professionals Greater Madison Chapter (AFP) awarded AEG the Outstanding Philanthropic Organization award on National Philanthropy Day in November 2024.⁴ This award is given by AFP to organizations that have demonstrated exceptional dedication, compassion, and community leadership focused on making a difference in the lives of others. AEG was nominated by several Madison nonprofits including the La Follette School of Public Affairs at the University of Wisconsin, the Wisconsin Technical College System, Literacy Network, and the Eastside Madison Community Center.

AEG built the Subject Property to house AES—and, by extension, its—benevolent, educational, and philanthropic activities. AEG's Executive Chairman Richard George explained this at the groundbreaking for the new headquarters, stating that the new headquarters "will embody our mission to elevate opportunity for all" and serve as a "physical manifestation of our continuing commitment to the Madison community" and "to our unwavering belief in the power of postsecondary education to transform lives."

As both a home and beacon for AEG's benevolent, educational, and philanthropic mission of creating access and opportunity for all, the Subject Property clearly qualifies for a property tax exemption under Wis. Stat. § 70.11(4)(a)(1).

³ See [20220428 NewsRelease 2022GovFinLitAwardNominations vFINAL.pdf \(wdfi.org\)](#)

⁴ See <https://www.afpmadison.org/national-philanthropy-day>

Ascendium Education Group, Inc. & Affiliates
Property Tax Exemption Request

Question 6: AEG's Officers

Jacqueline Fairbairn
Chief Operation Officer
38 Buttonwood Court
Madison, WI 53718
608-334-7248

Richard George
Executive Chairman
38 Buttonwood Court
Madison, WI 53718
608-733-2516

Matt Harlowe
Director of Internal Audit
38 Buttonwood Court
Madison, WI 53718
608-733-2534

Brett Lindquist
VP of Strategic
Communications
38 Buttonwood Court
Madison, WI 53718
608-733-2477

Eric Maly
VP of IT and Security
38 Buttonwood Court
Madison, WI 53718
608-733-2542

Hope Merry
Chief Financial Officer
38 Buttonwood Court
Madison, WI 53718
608-733-2584

Rebecca Rapp
General Counsel
38 Buttonwood Court
Madison, WI 53718
608-733-2608

Cathy Risseuw
VP of Human Resources
38 Buttonwood Court
Madison, WI 53718
608-733-2535

Keith Witham
President and CEO
38 Buttonwood Court
Madison, WI 53718
608-733-2592

Question 8: AEG's mission and primary purpose is to champion opportunity to make the benefits of postsecondary education attainable to all. It accomplishes this purpose primarily by supporting AES in the provision of the services identified in Question 9 below.⁵

Question 9:

AEG fulfills its benevolent and philanthropic mission primarily by supporting AES, which engages in a variety of activities to increase access and success to postsecondary education and workforce training from initial inquiry to matriculation to student loan repayment including:

- **Education and Training Philanthropy.** AES is one of the nation's largest philanthropies focused on post-secondary education and workforce training.⁶ It funds programs that support learners from low-income backgrounds and historically unserved populations—with a specific focus on first-generation students, rural residents, and incarcerated adults. AES made over \$160,300,000 in new grant commitments in 2024, over \$88,800,000 in 2023, over \$110 million in 2022, and over \$105 million in 2021 to support post-secondary institutions, nonprofit partners, and workforce training programs; all aimed at increasing access and success in postsecondary education and workforce training.

⁵ See [Home | Ascendium Education Group \(ascendiumphilanthropy.org\)](#)

⁶ See [Home | Ascendium Education Group \(ascendiumphilanthropy.org\)](#)

- **Federal Fiduciary and Student Loan Guarantor.** AES has served as Wisconsin's designated FFELP guarantor for over 50 years.⁷ FFELP guarantors are fiduciaries of the federal government. They are required under the Higher Education Act to be nonprofits or state agencies and must a nonprofit in Wisconsin given a state constitutional prohibition on state contracting of public debt.⁸ Their role and compensation are set by the Higher Education Act, statutorily-required agreements with the Department of Education along with Department of Education regulations and guidance.⁹ FFELP guarantors' role has significantly changed in the aftermath of the March 2020 COVID19 National Emergency ("NE") declaration—due, among other things, to successive NE and Fresh Start ("FS") collections pauses. It is currently defined by a Voluntary Flexible Agreement ("VFA") the Department of Education has entered with each guarantor. FFELP guarantors continue to play a critical role in a two-tiered insurance model established to allow people with no collateral or credit history to get money for school without satisfying traditional underwriting requirements. These are activities that the Department of Education clearly distinguishes from servicing in its regulations and website, and but for the involvement of AES, the Department of Education would otherwise have to fulfill this function.
- **Project Success.** A multi-year initiative supporting Ascendium's portfolio of 51 institutions that participate in the Department of Education's Project Success Program. Ascendium's suite of services is tailored to meet the needs of the individual colleges. All colleges have the opportunity to participate in Ascendium's emergency aid, paid internship, and financial literacy offerings. Colleges that participate in the federal student loan program have the opportunity to take advantage of our offering to provide student loan repayment counseling to former students.
- **Attigo.** AES provides the Attigo suite of financial-wellness tools in partnership with higher education organizations, employers, and service providers to support academic achievement, financial wellness, and student loan repayment success. The Attigo suite includes a service to help schools craft and send student debt letters, an interactive online financial wellness curriculum for schools, and supplemental repayment support to student-loan borrowers.
- **Wisconsin Student Loan Help Hotline.** AES collaborated with the Wisconsin Coalition on Student Debt to launch the Wisconsin Student Loan Help Hotline.¹⁰ The hotline is free resource for borrowers to get high-quality information about their student loans and is intended among other things as a trustworthy source for borrowers who could otherwise fall prey to student loan debt relief scams.
- **Community Giving.** AES works closely with nonprofit postsecondary education and workforce training leaders throughout the community to understand the community and provide support to have the biggest impact. This includes awards to Literacy Network (\$375,000), The La Follette School of Public Affairs (\$500,000), Black Men Coalition of Dane County (\$175,000), and Fair Opportunity

⁷ Wisconsin had to have a nonprofit serve as its designated guarantor given a constitutional prohibition on the state contracting of any public debt. See Wisconsin Const. Art. VIII, Sec. 4. FFELP guarantors in effect reinsure private FFELP lenders (and are then reinsured themselves by ED).

⁸ See Wisconsin Const. Art. VIII, Sec. 4.

⁹ See

¹⁰ See [ATPStudentLoanHelp.pdf \(wi.gov\)](#)

Project (\$200,000). In addition, AES awarded forty nonprofits with a \$25,000 employee-determined Good Neighbor Grant (collectively totalling \$1 million). AEG also has a robust employee giving program featuring a paid volunteer time off (VTO) where every employee is encouraged to donate up to 8 hours of his or her time to nonprofits. In 2024, there were 94 organizations served for a total of 1,576 hours volunteered with an additional \$39,912 donated to these organizations through VTO corporate donation match program. Lastly, the annual Unite for Our Communities campaign resulted in donations totalling \$99,408 to nonprofits including the United Way of Dane County and Community Shares.

Question 11: Nearly all AEG's revenue comes from AES's service as a FFELP guarantor. Guarantor revenues have historically been set by statute and by Department of Education regulations and subregulatory guidance and, most recently, by the VFA. AES's guarantor revenue made up around 97.9% of the net revenue AEG generated from operational activities (excluding investment income) in 2024 and represented 98.5% of AEG's annual operational net revenue in 2023. The revenues are projected to be 97.2% of AEG's operational revenues for 2025 but to decline significantly from prior years and be reduced by 40% or more from what they were in 2024, largely as a result of various Department of Education initiatives that dramatically reduced AES's portfolio. All of AEG's net revenue, regardless of the activity or source, goes towards AEG's philanthropic mission and work of improving access and success to post-secondary education and workforce training for populations that have been historically underserved. This includes AEG's investment income.

Questions 12 and 13: AES provides a variety of free services:

- **Education and Training Philanthropy.** AES is still calculating its 2024 percentages but spent around 27% of its revenue in 2023 on educational philanthropy grant-making aimed at increasing access and success in postsecondary education and workforce training and then directed all remaining revenue (after operating expenses) to its philanthropic corpus for future educational-philanthropy grantmaking and other philanthropic and benevolent activities. The grants are free to recipients.
- **Project Success.** Historically, AES provided 100% of the emergency aid and paid internship student funds and shared the remaining costs with the Department of Education. In 2023 AES began covering all Project Success expenses. In 2023, emergency aid served 854 students at 50 institutions, and paid internship served 607 students at 49 institutions. In 2024, emergency aid served 1,167 students at 50 institutions, and paid internship served 720 students at 49 institutions. The 2024 total cost for all services was an estimated \$5.6 million.
- **Attigo.** AES provided free access to various Attigo services (predominately, GradReady and Cohort Catalyst) to around 40% of post-secondary school clients in 2023 and 33% in 2022.

Questions 14 and 15: AES has historically shared Project Success costs that go to institutions rather than directly to students with the Department of Education. AES covered all Project Success costs in 2024, including those that the Department of Education previously paid, incurring \$5.6 million of costs. In 2023, AES began covering all the Project Success costs, incurring \$7.1 million of costs. During 2022, AES covered approximately \$2.5 million of the total \$5.8 million costs related to the Project Success services. During 2021, AES covered approximately \$2.2 million of the total \$5.8 million costs related to the Project Success services.

Question 16: Yes, AES provides a variety of services to student loan borrowers without charging them a fee—including its work as a federal student loan guarantor and with the Wisconsin Student Loan Helpline. AES also provides free services as part of the Project Success Program. It also provides significant funding, totaling over \$100 million a year, to schools and nonprofits through its extensive education-philanthropy and community-giving programs.

Question 19:

Tax Parcel Numbers: 251-0810-154-0113-6 and 251-0810-154-0199-6

Acreage: 13.365 acres

Legal Description: Lot One (1) of Certified Survey Map No. 15485, recorded in the office of the Register of Deeds for Dane County, Wisconsin in Volume 111 of Certified Survey Maps, Pages 243-252, as Document No. 5634354, in the City of Madison, Dane County, Wisconsin.

Questions 24 and 25: AEG purchased the Subject Property on September 17, 2020 for \$4,413,829. Construction of our headquarters began immediately after acquisition. Construction is complete and AEG began occupying the Subject Property and using the Subject Property for its benevolent and philanthropic activities in December 2021.

Question 27:

The Subject Property qualifies for a property tax exemption pursuant to Wis. Stat. § 70.11(4)(a)(1) because AEG is a nonprofit benevolent association that owns and uses the Subject Property for its benevolent, educational, and philanthropic purposes.

A. Ascendium is a benevolent and educational association.

1. Ascendium is a benevolent association.

The term “benevolent association” is not defined in § 70.11(4). But “benevolent” activities have been defined in the caselaw “as those that benefit the public and, ‘to some extent at least, relieve the state from expense.’”¹¹ The ultimate test: “is the basic nature of the institution and the dominant purpose of the operation.”¹² An entity does not have to be completely free of revenue or give away things for free to be benevolent.¹³ The key consideration is what an entity does with its revenue and whether such revenue is directed to benevolent work or inure to founders’, directors’, officers’, or other private parties’ benefit.¹⁴ AEG clearly fits the definition of a “benevolent association.”

AEG is a long-established nonprofit with the guiding mission of championing opportunity and making post-secondary education and training available to all. This mission is reflected in AEG’s corporate documentation and Internal Revenue Code § 501(c)(3) designation. Equally or more important, it is

¹¹ *Milwaukee Protestant Home for the Aged v. City of Milwaukee*, 41 Wis.2d 284, 300-01 (1966)

¹² *Id.*

¹³ *Id.*

¹⁴ *Id.*

supported by AEG's actions. AEG's mission is not some token phrase on placards and websites. It animates everything AEG does—including its building of the new headquarters at the Subject Property.

AEG is AES's sole owner and serves as a "supporting organization" of AES under Internal Revenue Service regulations. AEG exists to support AES's benevolent and philanthropic activities and built the Subject Property entirely for that reason. As such, AEG's ownership of the property qualifies for exemption.

AEG acquired the Subject Property and uses it to house its philanthropic mission by supporting AES's work as:

- An educational philanthropy that awards over \$100 million in grants a year to postsecondary-education, workforce-training, and other nonprofit partners as part of its education philanthropy, Project Success, and community-giving efforts;
- The nation's largest FFELP guarantor—which performs activities the Department of Education would otherwise have to perform or procure on its own and that must be performed by a nonprofit in Wisconsin given a state constitutional prohibition on the public guarantee of privately-held debt; and
- A provider of financial-wellness and other student and student loan support services through the Attigo suite of financial wellness services, Project Success, the Wisconsin Student Loan Help Hotline, and the Milwaukee Student Loan Start Over Initiative.

AEG's benevolent and philanthropic activities constitute the bulk of its activities, expenses, and revenues in 2023:

- Over 70% of AEG's total revenue and nearly 98% of the revenue from operational activities is from AES's work as a FFELP guarantor; and
- Over 97.5% of AEG's expenses go towards AES's benevolent, educational, and philanthropic activities.

Moreover, all AEG's net revenue, regardless of the activity or source from which they generated, goes towards AEG's benevolent and philanthropic mission of improving access and success to post-secondary education and workforce training for populations that have been historically underserved. Much of the work that AEG performs lessens the burdens of government. As a FFELP guarantor, Ascendium performs work a Wisconsin state agency could not and that the Department of Education would otherwise have to perform or procure on its own. Doing so, AEG saves the federal government and taxpayers from incurring significant financial liability for uncured defaulted loans. As further described above, Ascendium also uses the Property for its vast range of other benevolent and philanthropic activities—including its sizable education philanthropy, special initiatives like Project Success, the Wisconsin Student Loan Hotline, and Lawyers for Learners, as well as for its community giving program.

2. Ascendium is an educational association.

Ascendium also qualifies for property tax exemption as a nonprofit educational association as provided in Wis. Stat. § 70.11(4)(a)1. An "educational association" is a nonprofit organization that provides traditional educational activities, through formal or informal systematic instruction directed to the indefinite public.

In other words, an educational association provides instruction of a type that directly benefits the general public or lessens the burdens of government, and the instruction is not limited to formal academic curriculum or a formal school setting.

As described above, Ascendium is a benevolent, educational organization. The Property is used to provide its educational activities—including providing education to promote financial wellness, help borrowers navigate student loan repayment, and recognize and elevate best practices for promoting access and success to post-secondary education and training. The work that Ascendium does in educating students and borrowers and improving the postsecondary education and workforce training spaces benefits the public, postsecondary institutions (including public ones), and reduces governmental burdens by providing student loan borrowers and others the knowledge and support they need to avoid defaulting on federal student loans for which the government holds the ultimate burden.

B. AEG uses the Subject Property for benevolent and educational activities in furtherance of its mission.

The Subject Property cannot be separated from AEG's benevolent, educational, and philanthropic mission.

From a practical standpoint, AEG's built its new headquarters as the home for AES's—and, by extension, its—philanthropic and benevolent activities. In addition to housing the day-to-day philanthropic and benevolent work, the Subject Property includes a state-of-the art convening center to bring philanthropic partners—including local nonprofits and other national funders and experts—together to collaborate, exchange ideas, and share best practices for increasing opportunity, access, and success.

And the embodiment goes beyond the practical.

AEG designed the building not only house—but to visibly represent—its benevolent and philanthropic mission. Its Chairman of the Board and President Richard George explained this in a message to employees on groundbreaking day:

Today marks an exciting new chapter for Ascendium Education Group as construction is set to begin on our new headquarters in Madison. Our new corporate home will embody our mission to elevate opportunity for all, from the inclined approach to the property to the iconic design of the building itself.

Amidst the current crises of pandemic and protest, we all share a common hope for a better and brighter tomorrow. For Ascendium, our future home symbolizes that hope. It is a physical manifestation of our continuing commitment to the Madison community, where the majority of our employees live and work; to our employees who, whether they work in the building or visit from remote locations, will always have a place; and to our unwavering belief in the power of postsecondary education to transform lives.

As both a home and beacon for creating access and opportunity for all, the Subject Property clearly qualifies for a property tax exemption under Wis. Stat. § 70.11(4)(a)(1). AEG consequently and respectfully asks that its application be granted.

**Ascendium Education Group, Inc. & Affiliates
2025 Property Tax Exemption Request
Attachments to Section 4**



U. S. TREASURY DEPARTMENT
INTERNAL REVENUE SERVICE

DISTRICT DIRECTOR

MILWAUKEE, WISCONSIN 53202

November 27, 1967

DETENTION LETTER
FBI-67-395

FIL-FO-67-755

THE UNITED STATES OF AMERICA
1 64 000 1 1 1 1 1

2000-01-01

ΔΙΕΥΘΥΝΤΗΣ

Winnonah Higher Education Corporation
115 W. Wilson St.
Madison, Wis. 53702

115 W. Wilson St.

Madison, Wn. 53702

(on 11/20/2018)

PURPOSE	
Cardable	
ADDRESS INQUIRIES & FILE RETURN DISTRICT DIRECTOR OF INTERNAL RE	
Identification, Warrant	
FORM 880-2 RE- QUIRED	ACCOUNTING RE- ENDING
☐ YES	☒ NO

0001-512

ADDRESS INQUIRIES & FILE RETURNS
DISTRICT DIRECTOR OF INTERNAL RE

DISTRICT DIRECTOR OF INTERNAL RE

1911-1912, 1/11 noon

FORM 880-6 RE-
QUIRED

GUIDE

ACCOUNTING PE
ENDING

ENDING

☐ YES ☐ NO

June 10

On the basis of your stated purposes and the understanding that your operations will continue as evidenced to date or will conform to those proposed in your ruling application, we have concluded that you are exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code. Any changes in operation from those described, or in your character or purposes, must be reported immediately to your District Director for consideration of their effect upon your exempt status. You must also report any change in your name or address.

You are not required to file Federal income tax returns so long as you retain an exempt status, unless you are subject to the tax on unrelated business income imposed by section 511 of the Code. In which event you are required to file Form 990-T. Our determination as to your liability for filing the annual information return, Form 990-A, is set forth above. That return, if required, must be filed on or before the 15th day of the fifth month after the close of your annual accounting period indicated above.

Contributions made to you are deductible by donors as provided in section 170 of the Code. Bona fide, legal, religious, educational, transfers or gifts to or for your use are deductible for Federal estate and gift tax purposes under the provisions of sections 2055, 2106 and 2522 of the Code.

You are not liable for the taxes imposed under the Federal Insurance Contributions Act (social security taxes) unless you file a waiver of exemption certificate as provided in each act. You are not liable for the tax imposed under the Federal Unemployment Tax Act. Inquiries about the waiver of exemption certificate for social security taxes should be addressed to this office, as should any questions concerning excise, employment or other Federal taxes.

This is a determination letter.

Ygyv huly yswon.

W. S. Sturges

M. G. S. S. S.

District Election

POST RETURN - TIMED
Apr 1968
APR 1968
APR 1968

אפי' ימים אלו, חלילה לנו!

Ans: 2/04 2.01 and 2.03 118

10-11-68 10:11 AM

Internal Revenue Service

Department of the Treasury

Washington, DC 20224

COPY

Person to Contact:

Great Lakes Higher Education Guaranty
Corporation
2401 International Lane
Madison, WI 53704

Telephone Number: F. Dulle
202-622-6486
Refer Reply to:
CP:E:EO:T:5
Date: MAY 15 1997

Employer Identification Number: 39-1853833
Key District: Midstates(Dallas)
Accounting Period Ending: September 30
Foundation Status Classification: 509(a)(2)
Advance Ruling Period Begins: May 24, 1996
Advance Ruling Period Ends: September 30, 2000
Form 990 Required: Yes

Dear Applicant:

Based on the information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3).

Because you are a newly created organization, we are not now making a final determination of your foundation status under section 509(a) of the Code. However, we have determined that you can reasonably be expected to be a publicly supported organization described in the section(s) indicated above.

Accordingly, you will be treated as a publicly supported organization, and not as a private foundation, during an advance ruling period. This advance ruling period begins and ends on the dates indicated above.

Within 90 days after the end of your advance ruling period, you must submit to your key district office information needed to determine whether you have met the requirements of the applicable support test during the advance ruling period. If you establish that you have been a publicly supported organization, you will be classified as a section 509(a)(1) or 509(a)(2) organization as long as you continue to meet the requirements of the applicable support test. If you do not meet the public support requirements during the advance ruling period, you will be classified as a private foundation for future periods. Also, if you are classified as a private foundation, you will be treated as a private foundation from the date of your inception for purposes of sections 507(d) and 4940.

Great Lakes Higher Education Guaranty Corporation

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of Code sections 2055, 2106, and 2522.

Donors (including private foundations) may rely on the advance ruling that you are not a private foundation until 90 days after your advance ruling period ends. If you submit the required information within the 90 days, donors may continue to rely on the advance ruling until we make a final determination of your foundation status. However, if notice that you will no longer be treated as the type of organization indicated above is published in the Internal Revenue Bulletin, donors may not rely on this advance ruling after the date of such publication. Also, donors (other than private foundations) may not rely on the classification indicated above if they were in part responsible for, or were aware of, the act that resulted in your loss of that classification, or if they acquired knowledge that the Internal Revenue Service had given notice that you would be removed from that classification. Private foundations may rely on the classification as long as you were not directly or indirectly controlled by them or by disqualified persons with respect to them. However, private foundations may not rely on the classification indicated above if they acquired knowledge that the Internal Revenue Service had given notice that you would be removed from that classification.

If your sources of support, or your purposes, character, or method of operation change, please let your key district know so that office can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send a copy of the amended document or bylaws to your key district. Also, you should inform your key district office of all changes in your name or address.

As of January 1, 1984, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act.

Because you are not a private foundation, you are not subject to the excise taxes under Chapter 42 of the Code. However, if you are involved in an excess benefit transaction, that transaction might be subject to the excise taxes of section 4958. Additionally, you are not automatically exempt from other federal excise taxes. If you have any questions about excise,

Great Lakes Higher Education Guaranty Corporation

employment, or other federal taxes, please contact your key district office.

Contribution deductions are allowable to donors only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fund-raising events may not necessarily qualify as fully deductible contributions, depending on the circumstances. If your organization conducts fund-raising events such as benefit dinners, shows, membership drives, etc., where something of value is received in return for payments, you are required to provide a written disclosure statement informing the donor of the fair market value of the specific items or services being provided. To do this you should, in advance of the event, determine the fair market value of the benefit received and state it in your fund-raising materials such as solicitations, tickets, and receipts in such a way that the donor can determine how much is deductible and how much is not. Your disclosure statement should be made, at the latest, at the time payment is received. Subject to certain exceptions, your disclosure responsibility applies to any fund-raising circumstance where each complete payment, including the contribution portion, exceeds \$75. In addition, donors must have written substantiation from the charity for any charitable contribution of \$250 or more. For further details regarding these substantiation and disclosure requirements, see the enclosed copy of Publication 1771. For additional guidance in this area, see Publication 1391, Deductibility of Payments Made to Organizations Conducting Fund-Raising Events, which is available at many IRS offices or by calling 1-800-TAX-FORM (1-800-829-3676).

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt from Income Tax. If "Yes" is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. If your gross receipts each year are not normally more than \$25,000, we ask that you establish that you are not required to file Form 990 by completing Part I of that Form for your first year. Thereafter, you will not be required to file a return until your gross receipts exceed the \$25,000 minimum. For guidance in determining if your gross receipts are "normally" not more than the \$25,000 limit, see the instructions for the Form 990. If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. A penalty of \$20 a day is charged when a return is filed late, unless there is reasonable cause for the delay. The maximum penalty charged cannot exceed \$10,000 or 5 percent of your gross receipts for the year, whichever is less. For organizations with gross receipts exceeding \$1,000,000 in any

Great Lakes Higher Education Guaranty Corporation

year, the penalty is \$100 per day per return, unless there is reasonable cause for the delay. The maximum penalty for an organization with gross receipts exceeding \$1,000,000 shall not exceed \$50,000. This penalty may also be charged if a return is not complete, so please be sure your return is complete before you file it.

You are required to make your annual return available for public inspection for three years after the return is due. You are also required to make available a copy of your exemption application, any supporting documents, and this exemption letter. Failure to make these documents available for public inspection may subject you to a penalty of \$10 per day for each day there is a failure to comply (up to a maximum of \$5,000 in the case of an annual return). See Internal Revenue Service Notice 88-120, 1988-2 C.B. 454, as modified by P.L. 104-168, 110 Stat. 1452, for additional information.

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

In this letter, we have not determined the effect on your tax-exempt status of financing your activities with the proceeds of tax-exempt bonds since you have not indicated that you intend to use such methods now or in the future.

You need an employer identification number even if you have no employees. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

We are informing your key district office of this ruling. Because this letter could help resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

If you have any immediate questions about this ruling, please contact the person whose name and telephone number are shown in the heading of this letter. For other matters,

-5-

Great Lakes Higher Education Guaranty Corporation

including questions concerning reporting requirements, please
contact your key district office.

Sincerely,

Garland A. Carter

Garland A. Carter
Chief, Exempt Organizations
Technical Branch 5

Enclosures:
Form 872-C
Pub. 1771

**Consent Fixing Period of Limitation Upon
Assessment of Tax Under Section 4940 of the
Internal Revenue Code**
(See instructions.)

OMB No. 1545-0058
To be used with Form
1023. Submit in
duplicate.

Under section 6501(c)(4) of the Internal Revenue Code, and as part of a request filed with Form 1023 that the organization named below be treated as a publicly supported organization under section 170(b)(1)(A)(vi) or section 509(a)(2) during an advance ruling period,

Great Lakes Higher Education Guaranty Corp.
(Exact legal name of organization as shown in organizing document)

2401 International Lane, Madison, WI 53704
(Number, street, city or town, state, and ZIP code)

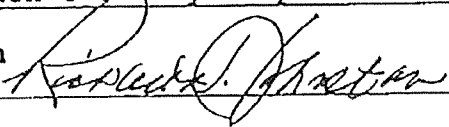
and the

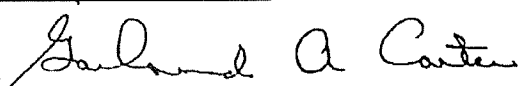
~~DAVID C. COOK~~
~~HEIDI HANCOCK~~
Assistant Commissioner
(Employee Plans and
Exempt Organizations)

Consent and agree that the period for assessing tax (imposed under section 4940 of the Code) for any of the 5 tax years in the advance ruling period will extend 8 years, 4 months, and 15 days beyond the end of the first tax year.

However, if a notice of deficiency in tax for any of these years is sent to the organization before the period expires, the time for making an assessment will be further extended by the number of days the assessment is prohibited, plus 60 days.

Ending date of first tax year 09/30/96
(Month, day, and year)

Name of organization (as shown in organizing document)	Date
Great Lakes Higher Education Guaranty Corporation	11-15-96
Officer or trustee having authority to sign Richard H. Johnston	Executive
Signature 	Title Vice President
For IRS use only	
Director or Assistant Commissioner (Employee Plans and Exempt Organizations) Evelyn A. Petschek	Date 3/14/97

By 

Charitable Contributions - Substantiation and Disclosure Requirements

UNDER THE NEW LAW, CHARITIES WILL NEED TO PROVIDE NEW KINDS OF INFORMATION TO DONORS. Failure to do so may result in denial of deductions to donors and the imposition of penalties on charities.

Legislation signed into law by the President on August 10, 1993, contains a number of significant provisions affecting tax-exempt charitable organizations described in section 501(c)(3) of the Internal Revenue Code. These provisions include: (1) new substantiation requirements for donors, and (2) new public disclosure requirements for charities (with potential penalties for failing to comply). Additionally, charities should note that donors could be penalized by loss of the deduction if they fail to substantiate. **THE SUBSTANTIATION AND DISCLOSURE PROVISIONS APPLY TO CONTRIBUTIONS MADE AFTER DECEMBER 31, 1993.**

Charities need to familiarize themselves with these tax law changes in order to bring themselves into compliance. This Publication alerts you to the new provisions affecting tax-exempt charitable organizations. Set forth below are brief descriptions of the new law's key provisions. The Internal Revenue Service plans to provide further guidance in the near future.

Donor's Substantiation Requirements

Documenting Certain Charitable Contributions. — Beginning January 1, 1994, no deduction will be allowed under section 170 of the Internal Revenue Code for any charitable contribution of \$250 or more unless the donor has contemporaneous written substantiation from the charity. In cases where the charity has provided goods or services to the donor in exchange for making the contribution, this contemporaneous written acknowledgement must include a good faith estimate of the value of such goods or services. Thus, taxpayers may no longer rely solely on a cancelled check to substantiate a cash contribution of \$250 or more.

The substantiation must be "contemporaneous." That is, it must be obtained by the donor no later than the date the donor actually files a return for the tax year in which the contribution was made. If the return is filed after the due date or extended due date, then the substantiation must have been obtained by the due date or extended due date.

The responsibility for obtaining this substantiation lies with the donor, who must request it from the charity. The charity is not required to record or report this information to the IRS on behalf of donors.

The legislation provides that substantiation will not be required if, in accordance with regulations prescribed by the Secretary, the charity reports directly to the IRS the information required to be provided in the written substantiation. At present, there are no regulations establishing procedures for direct reporting by charities to the IRS of charitable contributions made in 1994. Consequently, charities and donors should be prepared to provide/obtain the described substantiation for 1994 contributions of \$250 or more.

There is no prescribed format for the written acknowledgement. For example, letters, postcards or computer-generated forms may be acceptable. The acknowledgement does not have to include the donor's social security or tax identification number. It must, however, provide sufficient information to substantiate the amount of the deductible contribution. The acknowledgement should note the amount of any cash contribution. However, if the donation is in the form of property, then the acknowledgement must describe, but need not value, such property. Valuation of the donated property is the responsibility of the donor.

The written substantiation should also note whether the donee organization provided any goods or services in consideration, in whole or in part, for the contribution and, if so, must provide a description and good-faith estimate of the value of the goods or services. In the new law these are referred to as "quid pro quo contributions."

Please note that there is a new law requiring charities to furnish disclosure statements to donors for such quid pro quo donations in excess of \$75. This is addressed in the next section regarding Disclosure By Charity.

If the goods or services consist entirely of intangible religious benefits, the statement should indicate this, but the statement need not describe or provide an estimate of the value of these benefits. "Intangible religious benefits" are also discussed in the following section on Disclosure By Charity. If, on the other hand, the donor received nothing in return for the contribution, the written substantiation must so state.

The present law remains in effect that, generally, if the value of an item or group of like items exceeds \$5,000, the donor must obtain a qualified appraisal and submit an appraisal summary with the return claiming the deduction.

The organization may either provide separate statements for each contribution of \$250 or more from a taxpayer, or furnish periodic statements substantiating contributions of \$250 or more.

Separate payments are regarded as independent contributions and are not aggregated for purposes of measuring the \$250 threshold. However, the Service is authorized to establish anti-abuse rules to prevent avoidance of the substantiation requirement by taxpayers writing separate smaller checks on the same date.

If donations are made through payroll deductions, the deduction from each paycheck is regarded as a separate payment.

A charity that knowingly provides false written substantiation to a donor may be subject to the penalties for aiding and abetting an understatement of tax liability under section 6701 of the Code.

Disclosure by Charity of Receipt of Quid Pro Quo Contribution

Beginning January 1, 1994, under new section 6115 of the Internal Revenue Code, a charitable organization must provide a written disclosure statement to donors who make a payment, described as a "quid pro quo contribution," in excess of \$75. This requirement is separate from the written substantiation required for deductibility purposes as discussed above. While, in certain circumstances, an organization may be able to meet both requirements with the same written document, an organization must be careful to satisfy the section 6115 written disclosure statement requirement in a timely manner because of the penalties involved.

A quid pro quo contribution is a payment made partly as a contribution and partly for goods or services provided to the donor by the charity. An example of a quid pro quo contribution is where the donor gives a charity \$100 in consideration for a concert ticket valued at \$40. In this example, \$60 would be deductible. Because the donor's payment (quid pro quo contribution) exceeds \$75, the disclosure statement must be furnished, even though the deductible amount does not exceed \$75.

Separate payments of \$75 or less made at different times of the year for separate fundraising events will not be aggregated for purposes of the \$75 threshold. However, the Service is authorized to develop anti-abuse rules to prevent avoidance of this disclosure requirement in situations such as the writing of multiple checks for the same transaction.

The required written disclosure statement must:

- (1) inform the donor that the amount of the contribution that is de-

ductible for federal income tax purposes is limited to the excess of any money (and the value of any property other than money) contributed by the donor over the value of goods or services provided by the charity, and

- (2) provide the donor with a good-faith estimate of the value of the goods or services that the donor received.

The charity must furnish the statement in connection with either the solicitation or the receipt of the quid pro quo contribution. If the disclosure statement is furnished in connection with a particular solicitation, it is not necessary for the organization to provide another statement when the associated contribution is actually received.

The disclosure must be in writing and must be made in a manner that is reasonably likely to come to the attention of the donor. For example, a disclosure in small print within a larger document might not meet this requirement.

In the following three circumstances, the disclosure statement is not required.

- (1) Where the only goods or services given to a donor meet the standards for "insubstantial value" set out in section 3.01, paragraph 2 of Rev. Proc. 90-12, 1990-1 C.B. 471, as amplified by section 2.01 of Rev. Proc. 92-49, 1992-1 C.B. 987 (or any updates or revisions thereof);
- (2) Where there is no donative element involved in a particular transaction with a charity, such as in a typical museum gift shop sale.
- (3) Where there is only an intangible religious benefit provided to the donor. The intangible religious benefit must be provided to

the donor by an organization organized exclusively for religious purposes, and must be of a type that generally is not sold in a commercial transaction outside the donative context. An example of an intangible religious benefit would be admission to a religious ceremony. The exception also generally applies to de minimis tangible benefits, such as wine, provided in connection with a religious ceremony. The intangible religious benefit exception, however, does not apply to such items as payments for tuition for education leading to a recognized degree, or for travel services, or consumer goods.

A penalty is imposed on charities that do not meet the disclosure requirements. For failure to make the required disclosure in connection with a quid pro quo contribution of more than \$75, there is a penalty of \$10 per contribution, not to exceed \$5,000 per fundraising event or mailing. The charity may avoid the penalty if it can show that the failure was due to reasonable cause.

Please note that the prevailing basic rule allowing donor deduction only to the extent that the payment exceeds the fair market value of the goods or services received in return still applies generally to all quid pro quo contributions. The \$75 threshold pertains only to the obligation to disclose and the imposition of the \$10 per contributor penalty, not the rule on deductibility of the payment.



Department of the Treasury
Internal Revenue Service
Publication 1771 (11-93)
Catalog Number 20054Q

Internal Revenue Service
1111 Constitution Avenue, NW
Washington, D.C. 20224

Bulk Rate
Postage and Fees Paid
IRS
Permit No. G-48

Internal Revenue Service

Department of the Treasury

Washington, DC 20224

COPY

Person to Contact:

Great Lakes Higher Education Servicing Corporation
2401 International Lane
Madison, WI 53704

F. Dulle
Telephone Number: 202-622-6486

Refer Reply to:

CP:E:EO:T:5

Date:

MAY 15 1997

Employer Identification Number: 39-1853835
Key District: Midstates(Dallas)
Accounting Period Ending: September 30
Foundation Status Classification: 509(a)(2)
Advance Ruling Period Begins: May 24, 1996
Advance Ruling Period Ends: September 30, 2000
Form 990 Required: Yes

Dear Applicant:

Based on the information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from federal income tax under section 501(a) of the Internal Revenue Code as an organization described in section 501(c)(3).

Because you are a newly created organization, we are not now making a final determination of your foundation status under section 509(a) of the Code. However, we have determined that you can reasonably be expected to be a publicly supported organization described in the section(s) indicated above.

Accordingly, you will be treated as a publicly supported organization, and not as a private foundation, during an advance ruling period. This advance ruling period begins and ends on the dates indicated above.

Within 90 days after the end of your advance ruling period, you must submit to your key district office information needed to determine whether you have met the requirements of the applicable support test during the advance ruling period. If you establish that you have been a publicly supported organization, you will be classified as a section 509(a)(1) or 509(a)(2) organization as long as you continue to meet the requirements of the applicable support test. If you do not meet the public support requirements during the advance ruling period, you will be classified as a private foundation for future periods. Also, if you are classified as a private foundation, you will be treated as a private foundation from the date of your inception for purposes of sections 507(d) and 4940....

Great Lakes Higher Education Servicing Corporation

Donors may deduct contributions to you as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to you or for your use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of Code sections 2055, 2106, and 2522.

Donors (including private foundations) may rely on the advance ruling that you are not a private foundation until 90 days after your advance ruling period ends. If you submit the required information within the 90 days, donors may continue to rely on the advance ruling until we make a final determination of your foundation status. However, if notice that you will no longer be treated as the type of organization indicated above is published in the Internal Revenue Bulletin, donors may not rely on this advance ruling after the date of such publication. Also, donors (other than private foundations) may not rely on the classification indicated above if they were in part responsible for, or were aware of, the act that resulted in your loss of that classification, or if they acquired knowledge that the Internal Revenue Service had given notice that you would be removed from that classification. Private foundations may rely on the classification as long as you were not directly or indirectly controlled by them or by disqualified persons with respect to them. However, private foundations may not rely on the classification indicated above if they acquired knowledge that the Internal Revenue Service had given notice that you would be removed from that classification.

If your sources of support, or your purposes, character, or method of operation change, please let your key district know so that office can consider the effect of the change on your exempt status. In the case of an amendment to your organizational document or bylaws, please send a copy of the amended document or bylaws to your key district. Also, you should inform your key district office of all changes in your name or address.

As of January 1, 1984, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more you pay to each of your employees during a calendar year. You are not liable for the tax imposed under the Federal Unemployment Tax Act.

Because you are not a private foundation, you are not subject to the excise taxes under Chapter 42 of the Code. However, if you are involved in an excess benefit transaction, that transaction might be subject to the excise taxes of section 4958. Additionally, you are not automatically exempt from other federal excise taxes. If you have any questions about excise,

Great Lakes Higher Education Servicing Corporation

employment, or other federal taxes, please contact your key district office.

3 Contribution deductions are allowable to donors only to the extent that their contributions are gifts, with no consideration received. Ticket purchases and similar payments in conjunction with fund-raising events may not necessarily qualify as fully deductible contributions, depending on the circumstances. If your organization conducts fund-raising events such as benefit dinners, shows, membership drives, etc., where something of value is received in return for payments, you are required to provide a written disclosure statement informing the donor of the fair market value of the specific items or services being provided. To do this you should, in advance of the event, determine the fair market value of the benefit received and state it in your fund-raising materials such as solicitations, tickets, and receipts in such a way that the donor can determine how much is deductible and how much is not. Your disclosure statement should be made, at the latest, at the time payment is received. Subject to certain exceptions, your disclosure responsibility applies to any fund-raising circumstance where each complete payment, including the contribution portion, exceeds \$75. In addition, donors must have written substantiation from the charity for any charitable contribution of \$250 or more. For further details regarding these substantiation and disclosure requirements, see the enclosed copy of Publication 1771. For additional guidance in this area, see Publication 1391, Deductibility of Payments Made to Organizations Conducting Fund-Raising Events, which is available at many IRS offices or by calling 1-800-TAX-FORM (1-800-829-3676).

In the heading of this letter we have indicated whether you must file Form 990, Return of Organization Exempt from Income Tax. If "Yes" is indicated, you are required to file Form 990 only if your gross receipts each year are normally more than \$25,000. If your gross receipts each year are not normally more than \$25,000, we ask that you establish that you are not required to file Form 990 by completing Part I of that Form for your first year. Thereafter, you will not be required to file a return until your gross receipts exceed the \$25,000 minimum. For guidance in determining if your gross receipts are "normally" not more than the \$25,000 limit, see the instructions for the Form 990. If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. A penalty of \$20 a day is charged when a return is filed late, unless there is reasonable cause for the delay. The maximum penalty charged cannot exceed \$10,000 or 5 percent of your gross receipts for the year, whichever is less. For organizations with gross receipts exceeding \$1,000,000 in any

Great Lakes Higher Education Servicing Corporation

year, the penalty is \$100 per day per return, unless there is reasonable cause for the delay. The maximum penalty for an organization with gross receipts exceeding \$1,000,000 shall not exceed \$50,000. This penalty may also be charged if a return is not complete, so please be sure your return is complete before you file it.

You are required to make your annual return available for public inspection for three years after the return is due. You are also required to make available a copy of your exemption application, any supporting documents, and this exemption letter. Failure to make these documents available for public inspection may subject you to a penalty of \$10 per day for each day there is a failure to comply (up to a maximum of \$5,000 in the case of an annual return). See Internal Revenue Service Notice 88-120, 1988-2 C.B. 454, as modified by P.L. 104-168, 110 Stat. 1452, for additional information.

You are not required to file federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

In this letter, we have not determined the effect on your tax-exempt status of financing your activities with the proceeds of tax-exempt bonds since you have not indicated that you intend to use such methods now or in the future.

You need an employer identification number even if you have no employees. Please use that number on all returns you file, and in all correspondence with the Internal Revenue Service.

We are informing your key district office of this ruling. Because this letter could help resolve any questions about your exempt status and foundation status, you should keep it in your permanent records.

If you have any immediate questions about this ruling, please contact the person whose name and telephone number are shown in the heading of this letter. For other matters,

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Great Lakes Higher Education Servicing Corporation

including questions concerning reporting requirements, please
contact your key district office.

Sincerely,

Garland A Carter

Garland A. Carter
Chief, Exempt Organizations
Technical Branch 5

Enclosures:
Form 872-C
Pub. 1771

Form **872-C**
July 1993)
Department of the Treasury
Internal Revenue Service

**Consent Fixing Period of Limitation Upon
Assessment of Tax Under Section 4940 of the
Internal Revenue Code**
(See instructions.)

OMB No. 1545-0058

To be used with Form
1023. Submit in
duplicate.

Under section 6501(c)(4) of the Internal Revenue Code, and as part of a request filed with Form 1023 that the organization named below be treated as a publicly supported organization under section 170(b)(1)(A)(vi) or section 509(a)(2) during an advance ruling period,

Great Lakes Higher Education Servicing Corp.
(Exact legal name of organization as shown in organizing document)

2401 International Lane, Madison, WI 53704
(Number, street, city or town, state, and ZIP code)

and the
District Director/
Internal Revenue Service,
Assistant Commissioner
(Employee Plans and
Exempt Organizations)

Consent and agree that the period for assessing tax (imposed under section 4940 of the Code) for any of the 5 tax years in the advance ruling period will extend 8 years, 4 months, and 15 days beyond the end of the first tax year.

However, if a notice of deficiency in tax for any of these years is sent to the organization before the period expires, the time for making an assessment will be further extended by the number of days the assessment is prohibited, plus 60 days.

Ending date of first tax year 09/30/96
(Month, day, and year)

Name of organization (as shown in organizing document)	Date
Great Lakes Higher Education Servicing Corporation	11/15/96
Officer or trustee having authority to sign Michael J. Noack	Executive
Signature ▶ <i>Michael J. Noack</i>	Title ▶ Vice President
For IRS use only	
District Director or Assistant Commissioner (Employee Plans and Exempt Organizations) Evelyn A. Petschek	Date
	3/14/97

By ▶ *Garland A. Carter*

Charitable Contributions - Substantiation and Disclosure Requirements

UNDER THE NEW LAW, CHARITIES WILL NEED TO PROVIDE NEW KINDS OF INFORMATION TO DONORS. Failure to do so may result in denial of deductions to donors and the imposition of penalties on charities.

Legislation signed into law by the President on August 10, 1993, contains a number of significant provisions affecting tax-exempt charitable organizations described in section 501(c)(3) of the Internal Revenue Code. These provisions include: (1) new substantiation requirements for donors, and (2) new public disclosure requirements for charities (with potential penalties for failing to comply). Additionally, charities should note that donors could be penalized by loss of the deduction if they fail to substantiate. **THE SUBSTANTIATION AND DISCLOSURE PROVISIONS APPLY TO CONTRIBUTIONS MADE AFTER DECEMBER 31, 1993.**

Charities need to familiarize themselves with these tax law changes in order to bring themselves into compliance. This Publication alerts you to the new provisions affecting tax-exempt charitable organizations. Set forth below are brief descriptions of the new law's key provisions. The Internal Revenue Service plans to provide further guidance in the near future.

Donor's Substantiation Requirements

Documenting Certain Charitable Contributions. — Beginning January 1, 1994, no deduction will be allowed under section 170 of the Internal Revenue Code for any charitable contribution of \$250 or more unless the donor has contemporaneous written substantiation from the charity. In cases where the charity has provided goods or services to the donor in exchange for making the contribution, this contemporaneous written acknowledgement must include a good faith estimate of the value of such goods or services. Thus, taxpayers may no longer rely solely on a cancelled check to substantiate a cash contribution of \$250 or more.

The substantiation must be "contemporaneous." That is, it must be obtained by the donor no later than the date the donor actually files a return for the tax year in which the contribution was made. If the return is filed after the due date or extended due date, then the substantiation must have been obtained by the due date or extended due date.

The responsibility for obtaining this substantiation lies with the donor, who must request it from the charity. The charity is not required to record or report this information to the IRS on behalf of donors.

The legislation provides that substantiation will not be required if, in accordance with regulations prescribed by the Secretary, the charity reports directly to the IRS the information required to be provided in the written substantiation. At present, there are no regulations establishing procedures for direct reporting by charities to the IRS of charitable contributions made in 1994. Consequently, charities and donors should be prepared to provide/obtain the described substantiation for 1994 contributions of \$250 or more.

There is no prescribed format for the written acknowledgement. For example, letters, postcards or computer-generated forms may be acceptable. The acknowledgement does not have to include the donor's social security or tax identification number. It must, however, provide sufficient information to substantiate the amount of the deductible contribution. The acknowledgement should note the amount of any cash contribution. However, if the donation is in the form of property, then the acknowledgement must describe, but need not value, such property. Valuation of the donated property is the responsibility of the donor.

The written substantiation should also note whether the donee organization provided any goods or services in consideration, in whole or in part for the contribution and, if so, must provide a description and good-faith estimate of the value of the goods or services. In the new law these are referred to as "quid pro quo contributions."

Please note that there is a new law requiring charities to furnish disclosure statements to donors for such quid pro quo donations in excess of \$75. This is addressed in the next section regarding Disclosure By Charity.

If the goods or services consist entirely of intangible religious benefits, the statement should indicate this, but the statement need not describe or provide an estimate of the value of these benefits. "Intangible religious benefits" are also discussed in the following section on Disclosure By Charity. If, on the other hand, the donor received nothing in return for the contribution, the written substantiation must so state.

The present law remains in effect that, generally, if the value of an item or group of like items exceeds \$5,000, the donor must obtain a qualified appraisal and submit an appraisal summary with the return claiming the deduction.

The organization may either provide separate statements for each contribution of \$250 or more from a taxpayer, or furnish periodic statements substantiating contributions of \$250 or more.

Separate payments are regarded as independent contributions and are not aggregated for purposes of measuring the \$250 threshold. However, the Service is authorized to establish anti-abuse rules to prevent avoidance of the substantiation requirement by taxpayers writing separate smaller checks on the same date.

If donations are made through payroll deductions, the deduction from each paycheck is regarded as a separate payment.

A charity that knowingly provides false written substantiation to a donor may be subject to the penalties for aiding and abetting an understatement of tax liability under section 6701 of the Code.

Disclosure by Charity of Receipt of Quid Pro Quo Contribution

Beginning January 1, 1994, under new section 6115 of the Internal Revenue Code, a charitable organization must provide a written disclosure statement to donors who make a payment, described as a "quid pro quo contribution," in excess of \$75. This requirement is separate from the written substantiation required for deductibility purposes as discussed above. While, in certain circumstances, an organization may be able to meet both requirements with the same written document, an organization must be careful to satisfy the section 6115 written disclosure statement requirement in a timely manner because of the penalties involved.

A quid pro quo contribution is a payment made partly as a contribution and partly for goods or services provided to the donor by the charity. An example of a quid pro quo contribution is where the donor gives a charity \$100 in consideration for a concert ticket valued at \$40. In this example, \$60 would be deductible. Because the donor's payment (quid pro quo contribution) exceeds \$75, the disclosure statement must be furnished, even though the deductible amount does not exceed \$75.

Separate payments of \$75 or less made at different times of the year in separate fundraising events will not be aggregated for purposes of the \$75 threshold. However, the Service is authorized to develop anti-abuse rules to prevent avoidance of this disclosure requirement in situations such as the writing of multiple checks for the same transaction.

The required written disclosure statement must:

- (1) inform the donor that the amount of the contribution that is dis-

Internal Revenue Service

Department of the Treasury

Washington, DC 20224

Contact Person:

Great Lakes Higher Education Corporation
 2401 International Lane
 Madison, WI 53704

Telephone Number: Dulle
 In Reference to: 202-622-6486

Date: CP:E:EO:T:5

JUN 19 1997

Legend:

A	=	Great Lakes Higher Education Corporation ("GLHEC")
X.	=	Guaranty Division of GLHEC
Y	=	Servicing Division of GLHEC
Z	=	Corporate Support Services Division of GLHEC
B	=	Great Lakes Higher Education Guaranty Corporation ("Guaranty")
C	=	Great Lakes Higher Education Servicing Corporation ("Servicing")
D	=	Great Lakes Educational Loan Services, Inc. ("Loan Services")
E	=	Northstar Guarantee Inc. ("Northstar")
F	=	State of Wisconsin
G	=	Puerto Rico
H	=	The Virgin Islands
I	=	State of Ohio
J	=	State of Minnesota

This letter is in reply to your request for various rulings in connection with (i) the restructuring of a non-profit corporation into three separate non-profit corporations and a taxable corporation, and (ii) the proposed affiliation of these corporations with a previously-unrelated non-profit corporation.

A is a non-profit corporation organized in 1967 under the laws of the State of F. A was formed and has operated since its inception for exclusively charitable and educational purposes, including specifically the aim of ensuring access to post-

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secondary education for persons with limited financial resources. In furtherance of these purposes, A has acted as the designated guarantor for the State of F with respect to loans made by lending institutions under the Higher Education Act of 1965, as amended. Our records show that Corporation A was recognized as exempt from federal income tax as an organization described in section 501(c)(3) of the Code, and as other than a private foundation under section 509(a)(2) of the Code.

A's operations have traditionally been conducted through three divisions, X, Y, and Z, all of which were part of the single corporate entity. The activities of X consisted primarily of acting as a guarantor for federally-insured student loans; such activities eventually expanded such that X served as the designated guarantor under the federal guaranteed student loan ("GSL") program for G, H, and the State of I, as well as for the State of F. Y provided activities related to the origination and servicing of these same federally-insured student loans, in an effort to encourage lenders to participate, or increase their participation, in the GSL program. In addition, Y provided loan origination and servicing for certain loans made outside of the GSL program, principally as a convenience to schools, students and lenders; the revenues from such activities were, however, reported as unrelated business taxable income on A's annual information returns. Z provided administrative and systems support for X and Y, receiving compensation for such services from each division on a cost reimbursement basis.

For various valid business reasons, the board of directors of A determined that the divisional functions of the corporation should be formally segregated into three separate corporations. Accordingly, A caused to be formed both corporations B and C as non-profit corporations under the laws of the State of F, with A acting as the sole corporate member of each of those corporations. Both corporations were formed for the purpose of increasing access to post-secondary education by encouraging lenders to allocate greater financial resources to student loan activities. Both B and C have been recognized by the Service as organizations described in sections 501(c)(3) and 509(a)(2) of the Code.

As of October 1, 1996, A contributed to B the assets and operations of X; since that date, B has conducted all activities previously conducted by X. Also as of October 1, 1996, A contributed to C the assets and operations of Y; since that date, C has conducted the activities previously conducted by Y. As an exception to the foregoing, C no longer conducts the activities previously conducted by Y which were deemed to result in unrelated business taxable income to A; these activities are now

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conducted by D, a for-profit taxable corporation organized under the laws of the State of F, all of the stock of which is held by C. In addition to these activities, it is anticipated that D may in the future conduct other origination and servicing functions with respect to loans outside the scope of the GSL program.

Finally, since October 1, 1996, the activities previously conducted by Z remain in A as the sole activities of that corporation. A's articles of incorporation and bylaws were amended and restated to provide that A shall operate for the support and benefit of B and C and other organizations engaged in the guaranty and servicing of student loans, provided that such organizations are at all times qualified as tax-exempt under section 501(c)(3) of the Code and as other than a private foundation under section 509(a) of the Code. Accordingly, A now provides corporate support services to B and C pursuant to support services agreements with each entity; these agreements provide that A is reimbursed by B and C for its costs incurred in providing support services to each corporation.

Like B and C, D does not hold the assets or personnel necessary to provide corporate support services for its own activities. Accordingly, D has entered into a support services agreement with its own parent, C, pursuant to which C provides, or arranges for the provision of, corporate support services to D on a cost-reimbursement basis. While, at least initially, C is deriving the support services necessary to fulfill its obligations to D through its own support services agreement with A, C has the option to provide such services to D through any manner it chooses, including its own assets and personnel, or those of an unrelated third-party.

E is a non-profit corporation having no corporate affiliation with A, B, C, or D. E is organized under the laws of the State of J, and has been recognized as exempt from Federal income taxation under section 501(c)(3) of the Code and as other than a private foundation under section 509(a)(2) of the Code. E's purposes are charitable and educational in nature and include, specifically, increasing access to post-secondary education by acting as the designated guarantor under the federal GSL program for the State of J. Several months prior to A's internal restructuring, as described above, A and E entered into an agreement to affiliate, pursuant to which E was to have become affiliated with A by converting to a membership entity and naming A as its sole corporate member. While the affiliation was to have occurred as of October 31, 1996, the closing of the affiliation was postponed due to certain issues which arose between E and the United States Department of Education. It is anticipated that these issues will be resolved in the relatively

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near future and, if that occurs, the affiliation will be consummated very shortly thereafter through a closing of the transaction.

Once the affiliation has been consummated, E will continue to act as a guarantor under the federal GSL program for a relatively short period of time, but then will be "defederalized." This event will entail E's contribution to B of its guaranty reserves held as a guarantor under the GSL program, and its contracts with the Department of Education in relation thereto; B will thereafter serve as the designated guarantor under the GSL program for the State of J, in addition to the other areas and states it currently serves.

Subsequent to the defederalization, E will conduct other activities directed at increasing access to post secondary education, including an alternative loan program ("ALP") developed and designed to assist students above and beyond the scope of the federal GSL program. The ALP will be utilized primarily in high-cost or graduate-level programs where existing federal loan programs are insufficient to cover total need. Through its ALP, however, E intends to facilitate an offering of loan types that will be a combination of government-guaranteed and non-government-guaranteed loans to a select group of educational institutions. It is anticipated that E's ALP will assist those students who cannot obtain further funds under the federal GSL program or would have difficulty financing from conventional lenders. The ALP loans will have lower interest rates, lower origination fees, lower guaranty fees, and less restrictive credit criteria than would be required by conventional lenders. The loans will be unsecured and will not require the payment of principal and interest until such time as the student graduates or otherwise discontinues pursuit of his or her education. Loan origination and servicing activities with respect to the loans made under E's ALP are anticipated to be provided by D.

While E may conduct other activities in addition to the ALP, such activities will be similarly aimed at increasing access to post-secondary education.

In connection with the consummation of the affiliation transaction, A will contribute a sum of money, part-grant and part-loan, to E in order to assist in E's development and initial financing of the ALP. In addition, A will amend and restate its articles of incorporation and bylaws to provide that A will operate for the support and benefit of E, as well as of B and C, and other section 501(c)(3) and section 509(a) organizations engaged in the funding, guaranty, insurance or servicing of

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educational loans. E and A will enter into a support services agreement pursuant to which A will provide to E the same corporate support services A provides to B and C.

You have requested rulings regarding the tax consequences of the activities of A, B and C subsequent to the internal restructuring, and regarding the tax consequences of the proposed affiliation between A and E.

Section 501(c)(3) of the Internal Revenue Code provides for the exemption from federal income tax of organizations organized and operated exclusively for charitable purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual.

Section 1.501(c)(3)-1(a)(1) of the Income Tax Regulations provides that in order to be exempt as an organization described in section 501(c)(3) of the Code, an organization must be both organized and operated exclusively for one or more purposes specified in that section. If an organization does not meet either the organizational or the operational test, it is not exempt.

Section 1.501(c)(3)-1(b)(1) of the regulations states, in part, that an organization is not organized exclusively for exempt purposes unless its activities are limited to one or more exempt purposes.

Section 1.501(c)(3)-1(c)(1) of the regulations, in part, states that an organization will not be operated exclusively for exempt purposes if more than an insubstantial part of its activities is not in furtherance of an exempt purpose.

Section 1.501(c)(3)-1(c)(2) of the regulations states, in part, that an organization is not operated exclusively for exempt purposes if its net earnings inure in whole or in part to the benefit of private shareholders or individuals.

Section 1.501(c)(3)-1(d)(1) of the regulations provides that an organization may be exempt as an organization described in section 501(c)(3) of the Code if it is organized and operated exclusively for charitable or educational purposes. In addition, the regulation provides that an organization is not organized and operated exclusively for charitable purposes unless it serves a public rather than a private interest.

Section 1.501(c)(3)-1(d)(2) of the regulations provides a definition of the term "charitable" as it is used in section 501(c)(3) of the Code. The regulation provides that the term

Great Lakes Higher Education Corporation

"charitable" is used in its generally accepted legal sense. The term includes both the advancement of education and lessening the burdens of government.

Rev. Rul. 61-87, 1961-1 C.B. 191 provides that a corporation formed primarily to make unsecured loans to students at low rates of interest to enable such students to complete their educational programs and which also guarantees loans, when such loans are made to qualified students by commercial banks, is exempt under section 501(c)(3) of the Code.

Rev. Rul. 63-220, 1963-2 C.B. 208 provides that a corporation organized to make loans to needy college students for educational purposes, which grants such loans on either a secured or unsecured basis at nominal rates substantially lower than commercial rates, may qualify for exemption under section 501(c)(3) of the Code.

Rev. Rul. 85-1, 1985-1 C.B. 177, and Rev. Rul. 85-2, 1985-1 C.B. 178, offer a two step analysis for determining whether an organization "lessens the burdens of government", requiring, first, a showing that the government considers the activity to be its burden and, second, a showing that the activity actually lessens the burdens of government.

Section 509(a) of the Code provides that a section 501(c)(3) organization shall be a private foundation unless it is described in sections 509(a)(1) through 509(a)(4).

Section 509(a)(2) of the Code describes an organization which, in general, in each taxable year:

(A) normally received more than one-third of its support from any combination of -

(i) gifts, grants, contributions, or memberships; and

(ii) gross receipts from admission, sales of merchandise, performance of services, or furnishing of facilities, in an activity which is not an unrelated trade or business, not including such receipts from any person, bureau or similar agency of a governmental unit to the extent such receipts exceed the greater of \$5,000 or 1 percent of the organization's support in such taxable year, from persons other than disqualified persons, from governmental units described in section 170(c)(1), or from organizations described in section 170(c)(1), or from organizations described in section 170(b)(1)(A) (other than in clauses (vii) and (viii), and

Great Lakes Higher Education Corporation

(B) normally receives not more than one-third of its support from the sum of

(i) gross investment income and

(ii) the excess of the amount of the unrelated business taxable income over the amount of the tax imposed by section 511.

Section 1.509(a)-3(c)(1)(i) of the regulations provides that, for purposes of section 509(a)(2) of the Code, "normally" is determined with reference to the four-year period preceding an organization's current taxable year.

Section 1.509(a)-3(c)(3) of the regulations provides that, in applying these rules, certain amounts may be excluded from both the numerator and the denominator of the one-third support test described in section 509(a)(2) on the basis that they are "unusual grants"; the regulation then states that this status is generally intended to apply to contributions which (i) are attracted by reason of the publicly supported nature of the organization, (ii) are unusual or unexpected with respect to the amount thereof, and (iii) would by reason of their size adversely affect the status of the organization as normally meeting the one-third test.

Section 509(a)(3) of the Code provides another exception for classification as a private foundation for organizations that, in general, are organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of, one or more specified publicly supported organizations.

Section 1.509(a)-4 of the regulations describes the nature of the relationship required for organizations to be described in section 509(a)(3) of the Code, and the various activities which may properly be carried on by such organizations.

Section 1.509(a)-4(f)(4) of the regulations provides that an "operated in connection with" relationship is characterized by the fact that the supporting organization is responsive to, and significantly involved in the operations of, one or more specified publicly supported organizations.

Section 1.509(a)-4(i)(2)(ii) provides that a supporting organization may demonstrate that it is responsive to the needs or demands of one or more specified publicly supported organizations by showing that one or more members of the governing bodies of the publicly supported organizations are also officers, directors or trustees of, or hold other important offices in, the supporting organizations, and, as a result, the

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publicly supported organizations have a significant voice in the investment policies of the supporting organization, the timing of grants, the manner of making them, the selection of recipients, and in otherwise directing the use of the income or assets of the supporting organization.

Section 511 of the Code provides for the taxation of unrelated business taxable income of organizations described in section 501(c)(3) of the Code.

Section 512(a)(1) of the Code provides that unrelated business taxable income can only arise if there is an unrelated trade or business which is regularly carried on by an exempt organization.

Section 513(a) of the Code defines "unrelated trade or business" as any trade or business the conduct of which is not substantially related to the exercise or performance by such organization of its charitable, educational, or other purpose or function constituting the basis for its exemption under section 501 of the Code.

Section 1.513-1(a) of the regulations, in part, provides that unless one of the specific exceptions of sections 512 or 513 of the Code applies, the gross income of an exempt organization subject to the section 511 tax is includable in the computation of unrelated business taxable income if (1) it is income from a trade or business, (2) such trade or business is regularly carried on by the organization, and (3) the conduct of such trade or business is not substantially related (other than through the production of funds) to the organization's performance of its exempt functions.

Section 1.513-1(c) of the regulations, in part, provides that a business activity will be deemed to be regularly carried on if it manifests a frequency and continuity, and is pursued in a manner generally similar to commercial activities of non-exempt organizations.

Section 1.513-1(d)(1) of the regulations provides that gross income is derived from unrelated trade or business if the conduct of the trade or business which produces the income is not substantially related (other than through the production of income) to the purposes for which exemption is granted.

Section 1.513-1(d)(2) of the regulations provides that a trade or business is "unrelated" to exempt purposes only where conduct of the business activity has a causal relationship to the achievement of any exempt purpose, and is "substantially related"

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for purposes of section 513 of the Code only if the causal relationship is a substantial one. Thus, for conduct of trade or business from which a particular amount of gross income is derived to be substantially related to purposes for which exemption is granted, the production or distribution of goods or the performance of services from which the gross income is derived must contribute importantly to the accomplishment of those purposes.

Each of the non-profit organizations involved in the internal restructuring, as well as E, has as its stated purpose the furtherance of education, which is a charitable purpose under section 501(c)(3) of the Code. You represent that the servicing of student loans under the federal GSL program is a charitable activity for the reason that lenders participating in the federal GSL program have found it increasingly difficult to service student loans on a profitable basis, resulting in a decrease in the number of participating lenders and inhibiting the growth of this necessary educational support activity.

The decline in lender participation in the servicing of student loans has resulted from various factors, including: (i) the ever-changing and highly complex scheme of federal regulations promulgated by the Department of Education for lenders participating in the GSL program; (ii) the significant risk of loss and penalties in the event that errors occur in the origination and servicing of student loans; and (iii) the extremely high costs associated with conducting student loan servicing on an in-house basis, including personnel, space and very expensive and complex computer software programs and systems. You have provided evidence that many lenders, including large regional banking networks, have ceased participating, or are deterred from increasing their participation, in the federal GSL program due to these costs. At a time when costs of post-secondary education are rising, these developments result in an ever-expanding gap between the costs of education and the financial resources available to pay these costs. The collective activities of A, B, C and E are directed at responding to this growing need by encouraging lenders to participate, or to increase their participation, in student lending.

In addition, you have demonstrated that the private benefit to lenders resulting from C's activities is far outweighed by the public benefits, which take the form of not only an increased amount of capital available for financing post secondary education, but also the assistance given to schools and students through various programs, processes and functions by which C is able to facilitate the process of bringing students and schools together with the financial resources necessary to finance

Great Lakes Higher Education Corporation

educational costs. You have represented that C's activities are narrowly targeted toward exempt purposes, since it will provide student loan servicing primarily for those loans which are federally insured under the GSL program, and which are guaranteed by either B or E. While C may engage in a relatively insubstantial degree of servicing for loans outside the GSL program, C will report income received from such servicing as unrelated business taxable income. Finally, you have further represented that services similar to the linked guaranty and servicing products offered by A and its affiliated organizations are not available commercially on similar terms.

Under these circumstances, the activities of A, B, C, and E are all aimed at the promotion of education and, as such, are properly characterized as charitable within the meaning of section 501(c)(3) of the Code.

Moreover, you have provided evidence demonstrating that the government of the State of F has provided an objective manifestation that it considers the guaranty and servicing of student loans under the federal GSL program to be burdens of state government, and that the State has long recognized that A's activities serve to alleviate such burdens. As such, the activities traditionally conducted by A, and now conducted by A, B, and C, are deemed "charitable" within the meaning of section 501(c)(3) of the Code.

In light of the foregoing, A's contribution of its assets and activities to B and C must be viewed as an essential step in the creation of an overall structure aimed at better achieving the exempt purposes of A, B and C. The contributions were a one-time event intended to enable B and C to assume their roles in a system of affiliated organizations collectively operating for a common charitable purpose.

As a result of the internal restructuring, A provides corporate support services intended to allow B and C to conduct their own charitable operations. While such support services are not inherently charitable in nature, they are essential to the effective and efficient operation of B and C. Moreover, A maintains a close structural and financial relationship with both B and C, as assured by the fact that at least two members of A's seven-member board of directors must at all times be individuals also serving on the board of directors of B, and at least two members must at all times be individuals also serving on the board of directors of C. These facts result in A being "operated in connection with" B and C, within the meaning of section 509(a)(3) of the Code. A's articles of incorporation have been revised to state that A is organized and will at all times

Great Lakes Higher Education Corporation

operate for the support and benefit of B and C and other tax-exempt organizations similar thereto in class or purpose.

C's provision of corporate support services to D at fair market value rates is offered as an accommodation to schools, students, and lenders participating in the federal GSL program. Schools and student borrowers benefit in the sense that they need to interact with only one organization over the life of a student loan, even though the particular student borrower may have exceeded his or her lifetime borrowing limits under the GSL program and, as a result, has had to turn to other loan programs to finance the remainder of his or her educational programs. Lenders will be encouraged to participate in ALPs of various types, as well as in the federal GSL program, if they can be assured that the high-quality, low-cost servicing product they have come to rely upon for their GSL loans will also be available for their additional student lending activities. C's provision of support services to D is intended to allow this result. As noted above, while C initially has chosen to derive the resources necessary to fulfill its obligations to D from the resources made available to it under its own agreement with A, C may at any time choose to fulfill its obligations to D by obtaining such support services from some other entity.

Because A, B, and C share the common charitable mission of increasing access to post-secondary education, any future transfers of funds, assets, services or personnel between or among such organizations will be made for the sole purpose of enhancing the organizations' ability to achieve this common charitable mission through their respective activities.

The proposed affiliation between A and E is anticipated to result in economic benefits to be derived by schools, student borrowers, lenders and the Department of Education. Moreover, the ALP and other activities to be conducted by E will be designed to provide new and innovative programs which will be designed to attract lenders and encourage them to allocate greater capital resources to student lending. A's affiliation with E, and its contribution of a grant and loan thereto, are the mechanisms by which these public benefits can be brought into existence.

Subsequent to the proposed affiliation, A will provide to E the same corporate support services it provides to B and C. Such services are essential to the conduct of E's current guaranty activities and, after defederalization, will be critical to ensuring a stable support foundation as E's ALP is developed, designed, and implemented. A will have a close structural and financial relationship with E, as assured by the fact that at

Great Lakes Higher Education Corporation

least two members of A's board of directors (increased to nine members in connection with the affiliation) must at all times be individuals also serving on the board of directors of E.

Upon defederalization, E will contribute its guaranty assets and contracts to B, which will thereafter serve as the designated guarantor for the State of J, as well as the States of F and I, Area G and Area H. By taking such steps, E may then focus upon the development and design of its ALP and other activities directed at increasing access to post-secondary education.

Subsequent to the proposed affiliation, any future transfers of funds, assets, services or personnel among A, B, C and E will be directed at achieving the common charitable mission of such organizations to increase access to post-secondary education.

Accordingly, we rule as follows:

1. A's participation in the internal restructuring, including the contribution of its assets and activities to B and C, will not adversely impact the tax-exempt status of A under section 501(c)(3) of the Internal Revenue Code.
2. The contribution of assets and funds by A to B and C will not constitute unrelated business taxable income under sections 511-514 of the Code to B or C.
3. The contribution of assets and funds by A to B and C will be considered unusual grants under section 1.509(a)-3(c)(3) of the Income Tax Regulations, and B and C can exclude the transfer from both the numerator and the denominator of the support test described in section 509(a)(2) of the Code.
4. A's provision of support services to B and C as described above will not adversely impact the tax-exempt status of A under section 501(c)(3) of the Code.
5. On the basis of the above described changes made pursuant to the restructuring, and on the basis of A's activities subsequent to the restructuring, principally including A's provision of support services to B and C as described above, A will qualify as other than a private foundation under section 509(a)(3) of the Code.
6. Amounts received by A from B and C as reimbursement for A's provision of support services will not constitute

Great Lakes Higher Education Corporation

unrelated business taxable income under sections 511-514 of the Code to A.

7. Assuming that C's provision of support services to D in accordance with the Support Services Agreement will not cause C to be organized and operated for the primary purpose of carrying on an unrelated trade or business, as defined in section 513, C's provision of support services to D will not adversely affect the tax-exempt status of C or A under section 501(c)(3), nor the status of A as other than a private foundation under section 509(a)(3).
8. Future transfers of funds, assets, services, or personnel between or among A, B and C will not adversely impact the tax exempt status of such organizations under section 501(c)(3) of the Code.
9. Future transfers of funds, assets, services, or personnel between or among A, B and C will not be deemed to constitute unrelated business taxable income under sections 511-514 of the Code to such organizations.
10. E's affiliation with A, including its creation of a membership interest, will not adversely impact the tax-exempt status of E under section 501(c)(3) of the Code.
11. A's affiliation with E, including its contribution of funds to E through a grant and a loan, will not adversely impact the tax exempt status of A under section 501(c)(3) of the Code.
12. The grant and loan amounts received by E from A will not constitute unrelated business taxable income under sections 511-514 of the Code to E.
13. The grant and loan amounts received by E from A will be considered an unusual grant under section 1.509(a)-3(c)(3), and E can exclude the amounts from both the numerator and the denominator of the support test described in section 509(a)(2) of the Code.
14. A's provision of support services to E as described above subsequent to the affiliation will not adversely impact the tax exempt status of A under section 501(c)(3) of the Code.

Great Lakes Higher Education Corporation

15. A's provision of support services to E as described above subsequent to the affiliation will not adversely impact the status of A as other than a private foundation under section 509(a)(3) of the Code.
16. Amounts received by A from E as reimbursement for A's provision of support services will not constitute unrelated business taxable income under sections 511-514 of the Code to A.
17. E's contribution of its guaranty assets to B upon defederalization will not adversely impact the tax-exempt status of E under section 501(c)(3) of the Code.
18. B's receipt of E's guaranty assets upon the defederalization of E will not adversely impact the tax-exempt status of B under section 501(c)(3) of the Code.
19. The contribution of E's guaranty assets to B upon the defederalization of E will be considered an unusual grant under section 1.509(a)-3(c)(3) of the regulations, and B can exclude the transfer from both the numerator and the denominator of the support test described in section 509(a)(2) of the Code.
20. The contribution of E's guaranty assets to B upon defederalization of E will not constitute unrelated business taxable income under sections 511-514 of the Code to B.
21. E's proposed ALP student loan program activities subsequent to defederalization, as described above, will not adversely impact the tax-exempt status of E under section 501(c)(3) of the Code.
22. Future transfers of funds, assets, services, or personnel between or among A, B, C and E will not adversely impact the tax-exempt status of such organizations under section 501(c)(3) of the Code.
23. Future transfers of funds, assets, services, or personnel between or among A, B, C, and E will not result in unrelated business taxable income under sections 511-514 of the Code to such organizations.

This ruling covers only the earlier described ALP student loan program of E. You have indicated that E will engage in other future loan programs for students. At such time as E has

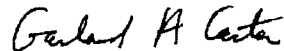
Great Lakes Higher Education Corporation

developed the specifics of such future student loan programs, you should notify your key District Director of the proposed change in E's activities so that the District Director may determine the effect of those changes on E's exempt status.

This ruling is directed only to the organizations which requested it. Section 6110(j) of the Code provides that it may not be used or cited as precedent.

We are informing your key District Director of this ruling. Because this letter could help resolve any future questions about your exempt status, you should keep it in your permanent records.

Sincerely,



Garland A. Carter
Chief, Exempt Organizations
Technical Branch 5

Address any reply to:

Department of the Treasury

District Director

Internal Revenue Service

Date: May 30, 1978 In reply refer to Miss McMahon
612-725-7344
StP:EO:78-2344 LMM:jk



South Dakota Education Assistance
Corporation
510 Nineteenth Avenue N.E.
Aberdeen, South Dakota 57401

Internal Revenue Code: Section 501(c) (4)
Form 990 Required: ☒ Yes ☐ No
Accounting Period Ending: June 30

Dear Applicant:

Based on information supplied, and assuming your operations will be as stated in your application for recognition of exemption, we have determined you are exempt from Federal income tax under the provisions of the Internal Revenue Code section indicated above.

Unless specifically excepted, you are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$50 or more to each of your employees during a calendar quarter. And, unless excepted, you are also liable for tax under the Federal Unemployment Tax Act on remuneration of \$50 or more to each of your employees during a calendar quarter if, during the current or preceding calendar year, you have one or more employees at any time in each of 20 calendar weeks or pay wages of \$1,500 or more in any calendar quarter. If you have any questions about excise, employment, or other Federal taxes, please address them to this office.

If your purposes, character, or method of operation is changed, you must let us know so we can consider the effect of the change on your exempt-status. Also, you must inform us of all changes in your name or address.

The block checked at the top of this letter shows whether you must file Form 990, Return of Organization Exempt From Income Tax. If the Yes box is checked, you are only required to file Form 990 if your gross receipts each year are normally more than \$50,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of your annual accounting period. The law imposes a penalty of \$10 a day, up to a maximum of \$5,000, for failure to file the return on time.

Letter 948 (DO) (7-77)

You are not required to file Federal income tax returns unless you are subject to the tax on unrelated business income under section 511 of the Code. If you are subject to this tax, you must file an income tax return on Form 990-T. In this letter we are not determining whether any of your present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

You need an employer identification number even if you have no employees. If an employer identification number was not entered on your application, a number will be assigned to you and you will be advised of it. Please use that number on all returns you file and in all correspondence with the Internal Revenue Service.

Please keep this determination letter in your permanent records.

Very truly yours,



C. D. Switzer
District Director

As a social welfare organization contributions to you are not deductible by donors as a charitable contribution under Section 170 of the Internal Revenue Code. You should advise your contributors to that effect.

cc:

F. Robert DeBruyn, Attorney at Law
Nelson, Harding, Banks, Leonard & Tate
210 Brodie Square
3202 W. Main Street
Rapid City, South Dakota 57701

Internal Revenue Service

Department of the Treasury

Washington, DC 20224

RECEIVED

APR 12 1985

> Education Assistance Corporation
115 First Ave., S.W.
Aberdeen, SD 57401

Person to Contact:

Charles Barrett

EAC

Telephone Number:

(202) 566-6160

Refer Reply to:

OP:EEO:R:5

Date:

APR 8 1985

Dear Applicant:

This is reply to your January 30, 1985, letter in which you request a ruling that the creation of a wholly-owned subsidiary will not affect your exempt status under section 501(c)(4) of the Internal Revenue Code.

You will create the Educational Assistance Service Company for the purpose of furnishing a complete range of loan origination, processing and monitoring services with respect to student loans made under the federal student loan programs. It is also possible that the Service Company will perform related functions, such as needs analysis for students and parents seeking to qualify for federal student aid programs, billing services for educational institutions making loans directly to students, and training programs for student counselors and parents who seek information about the availability of federal student aid programs.

The Service Company will charge recipients of its services a fee equal to 1-1.25% of the amount of each loan in the first year and a decreasing percentage in succeeding years. You will share some personnel, office space, overhead and computer time with the Service Company. You will be reimbursed for the fair value of such resources. Net profits of the Service Company will be paid to you in the form of dividend distributions. Such funds obtained will be deposited directly into your Guarantee fund. You will contribute \$12,000 to the capital of the Service Company to be used in the acquisition of office furniture and furnishings. You do not anticipate making any other contributions to the capital of the Service Company, or making any other transfers of property to it.

Section 501(c)(4) of the Code provides in part for the exemption from federal income tax of civic leagues or organizations not organized for profit but operated exclusively for the promotion of social welfare.

Section 1.501(c)(4)-1(a)(2)(i) of the Income Tax Regulations provides that an organization is operated exclusively for the promotion of social welfare if it is primarily engaged in promoting in some way the common good and general welfare of the people of the community.

Education Assistance Corporation

Based on the information provided, we rule that your acquisition and ownership of all the outstanding shares of capital stock of the Service Company and your receipt of dividends thereon will not adversely affect your qualification as an organization described in section 501(c)(4) of the Code or your exemption from tax under section 501(a).

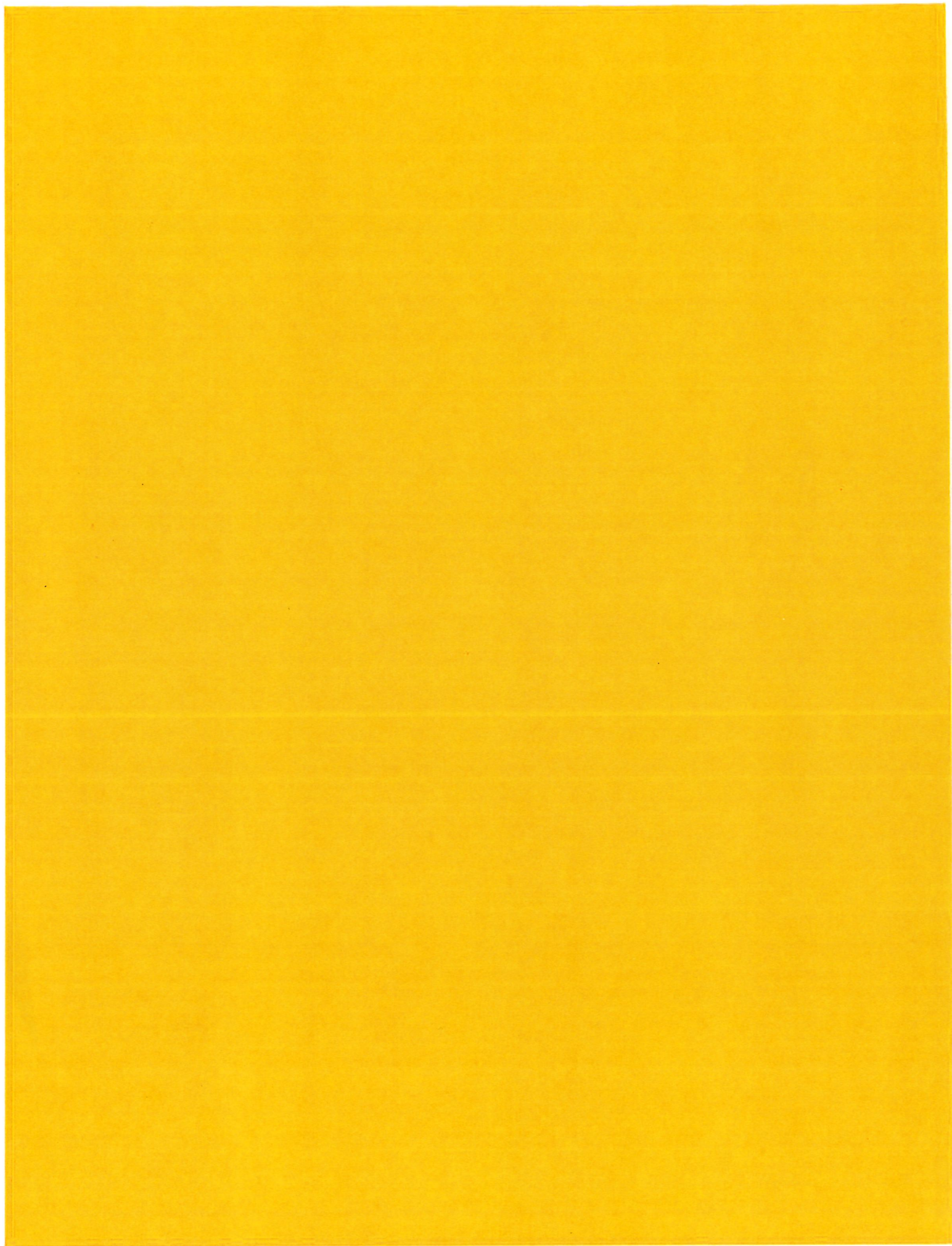
We are informing your key District Director of this ruling. Please keep a copy in your permanent records.

If you have any questions about this ruling, please contact the person whose name and telephone number are shown in the heading of this letter. For other matters, including questions concerning reporting requirements, please contact your key District Director.

Sincerely yours,

J. E. Griffith

J. E. Griffith
Chief, Exempt Organizations
Rulings Branch





Wisconsin Department of Financial Institutions

Strengthening Wisconsin's Financial Future

Corporations Bureau

Form 5-Domestic Non-Stock Corporation Annual Report

Name of Entity

Search by Entity Name or ID: ASCENDIUM EDUCATION GROUP, INC.
Entity ID: 6W11028
Formed under the laws of: Wisconsin

Registered Agent

Registered Agent Individual: PATRICIA KINGSTON
Name of Entity:
Address: 38 BUTTONWOOD CT
Address 2:
City: MADISON
State: WI
Zip Code: 53718
Email: corptax@ascendiumeducation.org

Principal Office

Address: 38 BUTTONWOOD CT
Address 2:
City: MADISON
State: WISCONSIN
Zip Code: 53718

Directors

Name: Richard George
Post Office Address: 38 BUTTONWOOD CT
City: MADISON
State: WISCONSIN
Zip Code: 53718
Name: Emerspn Brumback
Post Office Address: 13635 Carnoustie Cir.
City: Dade City
State: FL
Zip Code: 33525

Officers

Name: Richard George
Street Address: 38 BUTTONWOOD CT
City: MADISON
State: WISCONSIN

Zip Code: 53718
Name: Jacqueline Fairbairn
Street Address: 38 BUTTONWOOD CT
City: MADISON
State: WISCONSIN
Zip Code: 53718

Signature

Title: Officer
Date: 08/14/2023

**I understand that checking this
box constitutes a legal
signature:**

Yes

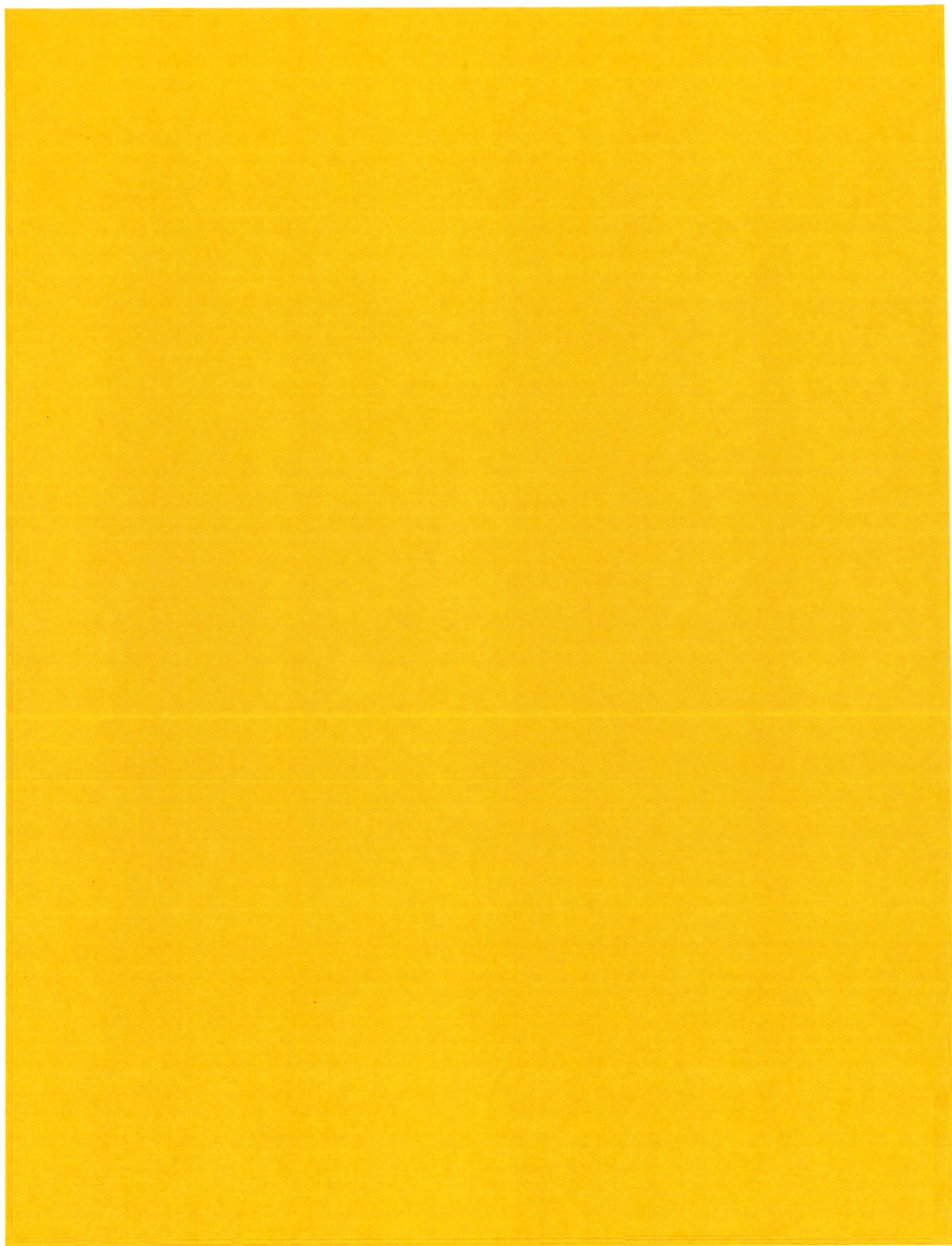
Signatory's Name: Richard George

Contact Information (Optional)

Name: Patricia Kingston-Brown
Address: 38 BUTTONWOOD CT
City: MADISON
State: WISCONSIN
Zip Code: 53718
Phone Number:
Email Address: corptax@ascendiumeducation.org

Endorsement

Received Date: FILED
08/14/2023



EIGHTH AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

ASCENDIUM EDUCATION GROUP, INC.

The following Eighth Amended and Restated Articles of Incorporation of ASCENDIUM EDUCATION GROUP, INC., a Wisconsin corporation WITHOUT STOCK AND NOT-FOR-PROFIT (the "Corporation"), pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes, supersede and take the place of the existing Seventh Restated Articles of Incorporation and Amendments thereto.

ARTICLE I

The name of the corporation shall be ASCENDIUM EDUCATION GROUP, INC. (the "Corporation").

ARTICLE II

The period of existence shall be perpetual.

ARTICLE III

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, including for such purposes the making of distributions to organizations that are described in Section 501(c)(3) or (c)(4) of the Internal Revenue Code of 1986, as amended from time to time (the "Code").

The Corporation is organized and shall at all times hereafter be operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of ASCENDIUM EDUCATION SOLUTIONS, INC. and any other organization engaged in the funding, guaranty or servicing of educational loans, financial wellness or philanthropic activities, so long as each such organization shall continue to qualify as an organization described in Code Section 501(c)(3) or (c)(4) and as other than a private foundation under Code Section 509(a).

ARTICLE IV

No part of the property, net earnings or net income of the Corporation shall inure to the benefit of or be distributable to any member, officer or director of the Corporation of any private individual.

Except to the extent consistent with the Corporation's purposes and permitted by a corporation exempt from federal income tax under Code Section 501(c)(3) or (c)(4), no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provisions of these Eighth Amended and Restated Articles of Incorporation, the Corporation shall not conduct, carry on or engage in any activities not permitted to be conducted, carried on or engaged in by (a) an organization exempt from federal income taxation under Code Section 501(c)(3) or (c)(4), or (b) an organization, contributions to which are deductible under Code Section 170(c).

At any time that the Corporation is a private foundation as described in Code Section 509, the Corporation:

- (a) Shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed in Code Section 4942;
- (b) Shall not engage in any act of self-dealing as defined in Code Section 4941(d);
- (c) Shall not retain any excess business holdings as defined in Code Section 4943(c);
- (d) Shall not make any investments in a manner as to subject the Corporation to tax under Code Section 4944; and,
- (e) Shall not make any taxable expenditures as defined in Code Section 4945(d).

ARTICLE V

The Corporation shall have no members.

ARTICLE VI

The Board of Directors of the Corporation shall adopt Eighth Amended and Restated Bylaws consistent with these Eighth Amended and Restated Articles of Incorporation. These Eighth Amended and Restated Articles of Incorporation may be amended from time to time as provided in such Eighth Amended and Restated Bylaws.

ARTICLE VII

The number of directors constituting the Board of Directors of the Corporation shall be fixed in the Eighth Amended and Restated Bylaws, but shall not be less than three (3), nor more than fifteen (15). The qualifications of directors, their powers, duties, tenure, manner of election, and all other matters pertaining to the directors shall be provided in the Eighth Amended and Restated Bylaws.

ARTICLE VIII

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment and discharge of the duties, obligations and liabilities of the Corporation, distribute the remaining assets of the Corporation in such proportions as the Board of Directors may deem appropriate to the organizations described in ARTICLE III of these Eighth Amended and Restated Articles of Incorporation, provided that each such organization shall, at the date of such dissolution of the Corporation, continue to qualify as an organization described in Code Section 501(c)(3) or (c)(4), and as other than a private foundation under Code Section 509(a). If no such organization exists at the date of dissolution of the Corporation, the Board of Directors shall distribute the remaining assets of the Corporation to one or more organizations organized and operated exclusively for charitable and educational purposes, provided, however, that no assets of the Corporation shall be distributed to any organization which is not described in Code Section 501(c)(3) or (c)(4).

ARTICLE IX

The mailing address of the principal office of the Corporation at the time of the adoption of these Eighth Amended and Restated Articles of Incorporation is 38 Buttonwood Court, Madison, Wisconsin 53718. Such principal office is located in Dane County, Wisconsin.

ARTICLE X

The name and address of the registered agent at the time of the adoption of these Eighth Amended and Restated Articles of Incorporation is Patricia Kingston, 38 Buttonwood Court, Madison, Wisconsin 53718.

I, the undersigned, Richard D. George, President of Ascendium Education Group, Inc. hereby certifies that the foregoing Eighth Amended and Restated Articles of Incorporation of the Corporation were duly adopted pursuant to Wis. Stat. § 181.1002(2) by the unanimous consent of the Board of Directors of the Corporation at a meeting on December 3, 2021, receiving the affirmative vote of all of the Directors then in office. The Corporation does not have members.

In witness whereof, I, Richard D. George, set my hand this 01st day of December 2021 .


Richard D. George, President

This document was drafted by Attorney Jennifer M. Krueger
Ascendium Education Group, Inc. and Affiliates
38 Buttonwood Court
Madison, Wisconsin 53718



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

RESTATED ARTICLES OF INCORPORATION - CHAP 181

ASCENDIUM EDUCATION GROUP, INC.

Received Date: 10/15/2018

Filed Date: 10/16/2018

Filing Fee: \$25.00

Expedited Fee: \$25.00

Total Fee: \$50.00

Entity ID#: A084362

**NAME CHANGE
CHANGES REGISTERED OFFICE ADDRESS
CHANGES PRINCIPAL OFFICE ADDRESS**

OOS# 201810155150761

**ELEVENTH AMENDED AND RESTATED BYLAWS
OF
ASCENDIUM EDUCATION GROUP, INC.**

The following Tenth Amended and Restated Bylaws of ASCENDIUM EDUCATION GROUP, INC., a Wisconsin corporation WITHOUT STOCK AND NOT-FOR-PROFIT (the "Corporation"), pursuant to the authority and provisions of Chapter 181 of the Wisconsin Statutes, supersede and take the place of the Tenth Amended and Restated Bylaws.

ARTICLE I

Purpose

Section 1. Purpose of Corporation. This Corporation is organized and shall be operated at all times hereafter exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code"). In furtherance of such purposes, the Corporation shall operate exclusively for the benefit of, to perform the functions of, or to carry out the purposes of ASCENDIUM EDUCATION SOLUTIONS, INC. and any other organization engaged in the funding, guaranty or servicing of educational loans, so long as each such organization shall continue to qualify as an organization described in Code Section 501(c)(3) and (c)(4) and as other than a private foundation under Code Section 509(a). These Eleventh Amended and Restated Bylaws specify the manner in which the Corporation shall be governed and operated.

ARTICLE II

Members

Section 1. No Members. The Corporation shall have no members.

ARTICLE III

Directors

Section 1. Powers. The affairs, property and business of the Corporation shall be managed by the Board of Directors.

They shall have powers, in addition to all other lawfully vested in them, to take, hold and administer, on behalf of the Corporation, real, personal or mixed property and monies, or any interest thereon, and the income therefrom, either absolutely or in trust, for any purpose of the Corporation as described in Article I above. The Corporation may acquire property for such purpose, by purchase or lease and by the acceptance of gifts, grants, bequests, devises or monies or loans.

Section 2. Number, Qualifications, Identity; Election and Term.

(a) The number of Directors of this Corporation shall be not be less than three (3) nor more than fifteen (15).

(b) The Board of Directors shall be individuals who have a professional interest in, and/or knowledge of, public policy, finance, information processing, insurance, business and management, or subjects connected with the Corporation's philanthropic mission including postsecondary education and workforce training.

(c) The Corporation shall not at any time be controlled directly or indirectly by disqualified persons as defined by Code Section 4946, other than foundation managers or one or more organizations described in Code Sections 509(a)(1) or (a)(2).

(d) The Directors of the Corporation, except in the event of a prior death, resignation or removal in accordance with these Eleventh Amended and Restated Bylaws, shall serve a term of office which shall expire no later than the regular annual meeting of the Board of Directors immediately following the expiration of the term specified by the Board of Directors.

(e) At the expiration of each Director's specified term of office as described in Section 2(d) above, and at the expiration of the term of office of each successor thereto, the remaining members of the Board (including those members whose terms are expiring at the same time) shall either re-elect such Director for another term or they shall elect a successor thereto. In either event, the person so re-elected or elected, and his or her successors in office, shall thereupon serve a term that commences immediately upon election and lasts for the latter of two (2) years or until the regular annual meeting of the Board of Directors immediately following the expiration of the term specified by the Board of Directors except in the event of his or her prior death, resignation or removal in accordance with these Eleventh Amended and Restated Bylaws. Any re-election or election of a Director hereunder shall be limited only by (i) the requirement that any person to re-elected or elected shall meet the qualifications described in Sections 2(b) and 2(c) above and (ii) the obligation of the Board to maintain the Board Overlap Requirement described in Section 2(f) below.

(f) It shall be required that, at all times at least a majority of the Directors of the Corporation shall be individuals who have been elected or appointed to serve, and are concurrently serving, as Directors of Ascendium Education Solutions, Inc. For purposes of this Section 2(f), the requirement just described shall be referred to as the "Board Overlap Requirement." In the event that the Board Overlap Requirement is not met at any time, for any reason, the Board of this Corporation shall promptly take such legal steps as it believes appropriate so that such Board Overlap Requirement shall again be met, including (as illustrations only) filing an existing or newly created vacancy on this Board with an individual whose status as a Board member of Ascendium Education Solutions, Inc. will enable the Board Overlap Requirement to be met, removing any Director from this Board and replacing the Director so removed with such an individual, or exercising the power of this Corporation as a member of Ascendium Education Solutions, Inc. so as to modify the Boards of those organizations (in accordance with their respective Articles of Incorporation and Bylaws) in a manner which will enable the Board Overlap Requirement to be met.

Section 3. Resignation. A Director may resign at any time by giving written notice to the Secretary of the Corporation, who shall advise the Board of Directors of such resignation. Such resignation shall take effect at the time specified therein or, if no time is specified, then upon receipt of the resignation by the Secretary of the Corporation, and unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Removal. Any individual Director may be removed from office, with cause or for any reason provided in the Eighth Amended and Restated Articles of Incorporation or these Eleventh Amended and Restated Bylaws, by the action of a majority of the Board of Directors.

Section 5. Vacancies. A vacancy or vacancies in the Board of Directors occurring for any reason, including an increase in the authorized number of Directors, may be filled by a majority of the Directors then in office, even though less than a quorum. Each Director so elected shall hold office for the unexpired portion of the term such Director was elected to fill and until such Director's successor is elected or appointed and qualified, or until such Director's death, resignation or removal. Any election of a new Director to fill a vacancy hereunder shall be limited only by (i) the requirement that any person so elected shall meet the qualifications described in Sections 2(b) and 2(c) above, and (ii) the obligation of the Board to maintain the Board Overlap Requirement described in Section 2(f) above.

Section 6. Meetings.

(a) Annual Meeting. A regular annual meeting of the Board of Directors shall be held for each fiscal year during the first calendar quarter after the fiscal year's end, at such time or place as may be designated by the Chairman of the Corporation, or by the Vice Chairman, President or any Vice President if the Chairman of the Board is unable to act, for the election of officers and the transaction of such other business as may properly come before the meeting. In the event of failure, through oversight or otherwise, to hold the annual meeting of Directors in any year during the quarter herein provided therefore, the meeting, upon waiver of notice or upon due notice, may be held at a later date, and any election had or business transacted at such meeting shall be as valid and effectual as if had or transacted at the annual meeting during the months herein provided.

(b) Other Regular Meetings. Other regular meetings of the Board of Directors of the Corporation may be held with or without notice at such regularly recurring time and place as the Board of Directors may designate.

(c) Special Meetings. Special meetings of the Board of Directors for any purpose or purposes shall be held whenever called by the Chairman of the Board of the Corporation, or by the Vice Chairman, President or any Vice President if the Chairman is unable or refuses to act, or by a majority of Directors.

Section 7. Notices. With the exception of regular meetings as set forth in Section 6(b) above in this Article, notice of any meeting of the Board of Directors, in each case specifying the place, date and hour of the meeting, shall be given to each Director by delivering notice, orally or in writing, not more than thirty (30) days prior to the date of the meeting, but at least seven (7) days before the time set for such meeting or, if notification is by mail, by mailing such notice at least seven (7) days before the time set for such meeting.

If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage prepaid, addressed to the Director at the Director's address as it appears on the records of the Corporation. Neither the business to be transacted at, nor the purpose of, any meeting of the Board of Directors need be specified in the notice or waiver of such notice of such meeting.

Section 8. Waiver of Notice. The transactions of any meeting of the Board of Directors, however called and noticed or wherever held, shall be as valid as though had at a meeting duly held after regular call and notice, if a quorum is present and if, either before or after the meeting, a written waiver of notice of the meeting, containing the same information as would have been required to be included in proper notice of the meeting, is signed by (a) each Director not present at the meeting, and (b) each Director present at the meeting who objected there to the transaction of any business because the meeting was not lawfully called or convened. All such waivers shall be filed with and made a part of the minutes of the meeting.

Section 9. Action Without Meeting. Any action which may be taken at a meeting of the Board of Directors may be taken without a meeting if all the Directors shall consent in writing to such action. Such action by written consent shall have the same force and effect as the unanimous vote of the Directors.

Section 10. Quorum. A majority of the number of Directors fixed pursuant to these Eleventh Amended and Restated Bylaws shall constitute a quorum for the transaction of business. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act or decision of the Board of Directors, unless the act of a greater proportion is required by law, the Eighth Amended and Restated Articles of Incorporation or these Eleventh Amended and Restated Bylaws.

Section 11. Adjournment. Any meeting of the Board of Directors, whether regular or special, and whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the Directors present. Notice of the time and place of an adjourned meeting need not be given to absent Directors if said time and place are fixed at the meeting adjourned. At any such adjourned meeting at which a quorum is present, any business may be transacted which might have been transacted at the meeting adjourned.

Section 12. Organization. The Chairman of the Board of the Corporation, or in the absence of the Chairman of the Board, the Vice Chairman, or in the absence of the Vice Chairman, a chairman chosen by a majority of the Directors present shall act as chairman at every meeting of the Board of Directors. The Secretary of the Corporation, or in the absence of the Secretary any person appointed by the chairman of the meeting, shall act as secretary of the meeting.

Section 13. Compensation. Upon resolution of the Board of Directors, any one or more Directors may receive compensation and reimbursement for attending any meeting of the Board of Directors or in otherwise fulfilling their duties as Directors hereunder.

Section 14. Committees.

(a) Standing or Temporary Advisory Committees Without Board Authority. The Chairman of the Board may authorize, and appoint or remove members (whether or not members of the Board of Directors) of, standing and/or temporary committees to consider appropriate matters, make reports to the Chairman of the Board and/or Board of Directors, and fulfill such other advisory functions as may be designated. The designation of such standing and/or temporary committees, and the members thereof, shall be recorded in the minutes of the Board of Directors.

(b) Other Committees with Limited Board Authority. The Board of Directors may by appropriate resolution designate one or more committees, each of which shall consist of three (3)

or more Directors elected by the Board of Directors, which to the extent provided in said resolutions or in these Eleventh Amended and Restated Bylaws, shall have and may exercise, when the Board of Directors is not in session, the powers of the Board of Directors in the management of the affairs of the Corporation, except action with respect to election of officers and the formation of and the filling of vacancies in committees with limited board authority pursuant to this subsection. The Board of Directors may elect one or more Directors as alternate members of any such committee, who may take the place of any absent committee member or members at any meeting of such committee. The designation of such committee or committees and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed upon the Board of Directors or any individual Director by law.

(c) Executive Committee. There shall be an Executive Committee chaired by the Chairman of the Board with membership comprised of the following: the Chairman of the Board, the Chairman of the Audit Committee, the Chairman of the Personnel Policy Committee, and the Secretary. The Executive Committee shall meet at the call of the Chairman of the Board.

(d) Audit Committee. There shall be an Audit Committee composed of three (3) Directors elected by the Board of the Corporation. The Board shall also elect the Chairman of the Audit Committee.

(e) Personnel Policy Committee. There shall be a Personnel Policy Committee composed of three (3) Directors elected by the Board of the Corporation. The Board shall also elect the Chairman of the Personnel Policy Committee.

(f) Investment Committee. There shall be an Investment Committee composed of three (3) Directors elected by the Board of the Corporation. The Board shall also elect the Chairman of the Investment Committee.

(g) Grants Committee. There shall be a Grants Committee composed of three (3) Directors elected by the Board of the Corporation. The Board shall also elect the Chairman of the Grants Committee.

Section 15. Director Conflicts of Interest. No contract or other transaction between this Corporation and one or more of its Directors or any other corporation, firm, association, or entity in which one or more of its Directors are directors or officers or has a material financial interest shall be either void or voidable because of such relationship or interest or because such Director or Directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if (1) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested Directors; or (2) the fact of such relationship or interest is disclosed or known to the members entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (3) the contract or transaction is fair and reasonable to the Corporation. Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof which authorizes, approves or ratifies such contract or transaction.

Section 16. Meetings by Telephone or Other Communication Technology. Any action required or permitted by the Eighth Amended and Restated Articles of Incorporation or these Eleventh Amended and Restated Bylaws or any provision of law to be taken by the Board of Directors or a committee of the Board of Directors at a meeting or by resolution may be taken in a meeting through the use of any means or communication by which (a) all participating Directors may simultaneously hear each other during the meeting, or (b) all communication during the meeting is immediately transmitted to each participating Director and each participating director is able to immediately send messages to all other participating Directors.

ARTICLE IV

Officers

Section 1. Officers. The Corporation shall have a Chairman and Vice Chairman of the Board, a President who shall be the chief executive officer of the Corporation, one or more Vice-Presidents, a Secretary, a Treasurer and such other officers or assistant officers as the Directors may from time to time elect. Any two or more of said offices may be held by the same person, except that the offices of President and Secretary and the offices of President and Vice-President may not be held by the same person.

Section 2. Election. The President shall serve as Treasurer of the Corporation and shall hold office until replaced by the Board of Directors. The other officers of the Corporation shall be chosen annually by the Board of Directors at its annual meeting, and each officer shall hold office until such officer's successor shall have been duly elected and qualified, or until such successor's death, resignation or removal. The offices of Chairman of the Board and Secretary shall be held by a member of the Board of Directors. Any number of Vice-Presidents and an Assistant Secretary may be chosen from the membership of the Board of Directors of the Corporation or from the Corporation's employees. Election or appointment as an officer shall not of itself create contract rights.

Section 3. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors or the Secretary of the Corporation. Such resignation shall take effect at the time specified therein or, if not time is specified, then upon receipt of the resignation by the Secretary of the Board of Directors as the case may be, and, unless otherwise specified therein, acceptance of such resignation shall not be necessary to make it effective.

Section 4. Removal. Any officer may be removed from office by the action of the Board of Directors, whenever in their judgment the best interest of the Corporation will be served thereby, without prejudice to the contract rights, if any, of the officer so removed.

Section 5. Vacancies. A vacancy occurring in any office, for any reason, may be filled for the unexpired portion of the term of said office by the Board of Directors.

Section 6. Chairman and Vice Chairman of the Board. The Chairman of the Board or, in his absence, the Vice Chairman, shall, when present, preside at the meetings of the Board of Directors and they shall have such other duties, responsibilities and powers as may be assigned by the Board of Directors or these Eleventh Amended and Restated Bylaws. The Chairman shall be an ex-officio member of all standing committees established pursuant to Article III, Section 14.

Section 7. President. The President shall be the chief executive officer of the Corporation and shall have such duties, responsibilities and powers as may be necessary to carry out the directions and policies of the Board of Directors or prescribed in these Eleventh Amended and Restated Bylaws or otherwise delegated by the Board of Directors and shall at all times be subject to the policies, control and direction of the Board of Directors. The President may sign and execute, in the name of the Corporation, any instrument or document consistent with the foregoing general delegation of authority or any other instrument or document specifically authorized by the Board of Directors, except when the signing and execution thereof shall have been expressly delegated by the Board of Directors or by these Eleventh Amended and Restated Bylaws to some other officer or agent of the Corporation; provided, that neither the President nor any other officer may sign any deeds or instrument of conveyance or endorse any security or execute any checks, drafts or other orders for payment of money, notes acceptances or other evidence of indebtedness without the specific authority of the Board of Directors pursuant to Article V below of these Eleventh Amended and Restated Bylaws dealing with such matters. The President shall, whenever it may in the President's opinion be necessary, prescribe the duties of other officers (except the Chairman of the Board and Secretary) and employees of the Corporation, in a manner not inconsistent with the provisions of these Eleventh Amended and Restated Bylaws and the directions of the Board of Directors.

Section 8. Vice-President. In the absence or disability of the President, the Vice-President shall perform the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. If at any such time the Corporation has more than one Vice-President, the duties and powers of the President shall pass to the Vice-Presidents in order of their rank as fixed by the Board of Directors. The Vice-Presidents shall have such other powers and perform such other duties as may be prescribed for them from time to time by the Board of Directors or these Eleventh Amended and Restated Bylaws.

Section 9. Secretary. The Secretary shall:

(a) Certify and keep at the principal office of the Corporation the original or a copy of its these Eighth Amended and Restated Articles of Incorporation and the Eleventh Amended and Restated Bylaws, as amended or otherwise altered to date.

(b) Keep at the principal office of the Corporation or such other place as the Board of Directors may direct, a book of minutes of all meetings of the members of the Corporation, the Board of Directors and committees thereof, with the time and place of holding, whether regular or special and, if special, how authorized, the notice thereof given and the names of those present at the meetings.

(c) See that all notices are duly given in accordance with the provisions of these Eleventh Amended and Restated Bylaws.

(d) Be custodian of the records of the Corporation.

(e) See that the books, reports, statements and all other documents and records required by law are properly kept and filed.

(f) In general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned by the Board of Directors.

Section 10. Treasurer. The Treasurer shall perform or have performed under the Treasurer's direction the following functions:

(a) Have charge and custody of, and be responsible for, all funds and securities of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies or other depositories as shall be selected by the Board of Directors.

(b) Keep and maintain adequate and correct amounts of the Corporation's properties and business transactions, including an account of its assets, liabilities, receipts, disbursements, gains, losses, capital and surplus.

(c) Render interim statements of the condition of the finances of the Corporation to the Board of Directors upon request, and render a full financial report at the annual meeting of the Board of Directors.

(d) Receive, and give receipt for, monies due and payable to the Corporation from any source whatsoever.

(e) In general, perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to the Treasurer by the Board of Directors.

Section 11. Compensation. The reasonable compensation of the officers, if any, shall be fixed from time to time by the Board of Directors, and no officer shall be prevented from receiving such compensation by reason of the fact that such officer is also a Director of the Corporation.

ARTICLE V

Contracts and Instruments; Bank Accounts; Checks and Drafts; Loans; Securities

Section 1. Execution of Contracts and Instruments. Except as in these Eleventh Amended and Restated Bylaws otherwise provided, the Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instruments in the name of and on behalf of the Corporation, and such authorization may be general or confined to specific instances. Except as so authorized, or as in these Eleventh Amended and Restated Bylaws otherwise expressly provided, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose in any amount.

Section 2. Bank Accounts. The Board of Directors from time to time may authorize the opening and keeping of general and/or special bank accounts with such banks, trust companies or other depositories as may be selected by the Board or any officer or officers, agent or agents of the Corporation to whom such power may be delegated from time to time by the Board of Directors. The Board of Directors may make such rules and regulations with respect to said bank accounts, not inconsistent with the provisions of these Eleventh Amended and Restated Bylaws as the Board may deem expedient.

Section 3. Checks and Drafts. All checks, drafts or other orders for the payment of money, notes, acceptances, and other evidence of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents, of the Corporation, and in such manner, as shall be determined from time to time by resolution of the Board of Directors. Endorsements for deposit to the credit of the Corporation in any of its duly authorized depositories may be made without countersignature, by the President or any Vice-President, or the Treasurer or any Assistant Treasurer, or by any other officer or agent of the Corporation to whom the Board of Directors, by resolution, shall have delegated such power, or by hand-stamped impression in the name of the Corporation.

Section 4. Loans. No loans shall be contracted on behalf of the Corporation and no evidence of indebtedness shall be issued in its name unless authorized by or under the authority of a resolution of the Board of Directors. Such authority may be general or confined to specific instances. No loans may be made to any officer or Director of the Corporation, directly or indirectly, except that reasonable advances of reimbursable expenses may be made in the discretion of the President or, in the case of the President, as determined by the Board of Directors.

Section 5. Sales of Securities. The Board of Directors may authorize and empower any officer or officers to sell, assign, pledge or hypothecate any and all shares of stock, bonds or securities, or interest in stocks, bonds or securities, owned or held by this Corporation at any time, including, without limitation because of enumeration, deposit certificates for stock and warrants or rights which entitle the holder thereof to subscribe for share of stock, and to make and execute to the purchaser or purchasers, pledgee or pledgees, on behalf and in the name of this Corporation, any assignment of bonds or stock certificates representing shares of stock owned or held by this Corporation, and to subscribe for shares of stock. However, this Corporation shall not offer or sell any of its securities in violation of any State or Federal securities law registration or other requirement.

ARTICLE VI

Miscellaneous

Section 1. Fiscal Year. The fiscal year of the Corporation shall end on December 31st of each year.

Section 2. Corporate Seal. The Corporation shall have no seal.

ARTICLE VII

Indemnification of Officers, Directors and Others

Section 1. Interpretation and Application. The terms and provisions of this Article shall be interpreted and applied in accordance with Chapter 181 of the Wisconsin Statutes, as amended from time to time. Indemnification under this Article is not required to the extent limited by the Eighth Amended and Restated Articles of Incorporation, including any amendment to or restatement thereof.

Section 2. Indemnification Against Expenses. Each person, or his or her estate or personal representative, who was or is made party or witness, or is threatened to be made a party or a

witness, to any proceeding by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation shall be indemnified by the Corporation to the fullest extent authorized or permitted by the Wisconsin Nonstock Corporation Law, against all expenses incurred by such person in connection therewith; provided, however, that the person is or was successful on the merits or otherwise, in the defense of such proceeding, or unless and only to the extent that a court of competent jurisdiction shall determine that, in view of all of the circumstances of the case, such person is fairly and reasonably entitled to be indemnified.

Section 3. Indemnification Against Liability. In any case not included under Section 2 of this Article, the Corporation shall indemnify any person who was or is a party or witness, or is threatened to be made a party or witness to any proceeding, by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, against liability incurred in connection therewith, including any judgment, settlement, penalty, assessment, forfeiture or fine, and reasonable expenses; provided, however, that such liability was not incurred because the person breached or failed to perform a duty he or she owed the Corporation. The termination of any action, suit, arbitration or proceeding by judgment or settlement, conviction or upon a plea of no contest or its equivalent, shall not, of itself, create a presumption that indemnification of the person is not required under this Section.

Section 4. Payment of Expenses in Advance. Any right to indemnification under this Article shall include the right to payment by the Corporation of expenses incurred in connection with any such proceeding in advance of its final disposition; provided, however, that the payment of such expenses incurred by such person shall be made only upon delivery to the Corporation of (a) written affirmation of his or her good faith belief that he or she has not breached or failed to perform his or her duties to the Corporation and, (b) an undertaking, by or on behalf of such person, to repay all amounts so advanced, including reasonable interest, if it should be determined ultimately that such person is not entitled to be indemnified under this Article or otherwise.

Section 5. Breach or Failure to Perform a Duty. The Corporation shall not indemnify any person, or permit any person to retain any allowance of expenses unless it is determined by or on behalf of the Corporation that the person did not breach or fail to perform a duty he or she owes to the Corporation. Unless otherwise provided by the Eighth Amended and Restated Articles of Incorporation or these Eleventh Amended and Restated Bylaws, including any amendments to the restatements thereof, or by agreement, such determination shall be made, at the discretion of the party seeking indemnification, in any manner permitted under Section 181.043, Wis. Stats., as amended from time to time.

Section 6. Indemnification Not Exclusive. The indemnification and advancement of expenses provided by or granted pursuant to this Article shall not be deemed exclusive of any other rights to which a person seeking indemnification or advancement of expenses and may be entitled under any bylaw, agreement or resolution of Directors.

Section 7. Insurance. The Corporation shall have the power to purchase and maintain insurance to protect itself and any person who is or was a director, officer, employee or agent of the Corporation against liability asserted against or incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would be required or have the power to indemnify him or her against such liability under this Article, the law of the State of Wisconsin or otherwise.

Section 8. Invalidation. If this Article or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify each director, officer, employee or agent of the Corporation as to expenses, judgments, fines and amounts paid in settlement with respect to any proceeding, to the fullest extent permitted by any applicable portion of this Article that shall not have been invalidated by the Wisconsin Nonstock Corporation Law or by any other applicable law.

Section 9. References to Corporation and Other References. For purposes of this Article, references to the "Corporation" shall include, in addition to the corporation first named above, any corporation absorbed in a merger or other transactions which otherwise would have lawfully been entitled to indemnify its directors, officers, employees or agents.

For purposes of this Article, references to "DIRECTOR OR OFFICER" shall include: (a) any natural person who is or was a director or officer of the Corporation; (b) any natural person who, while a director or officer of the Corporation, is or was serving at the Corporation's request as a director, officer, partner, trustee, member of any governing or decision-making committee, employee or agent of another corporation or enterprise, and including service to an employee benefit plan, its participants or beneficiaries.

For purposes of this Article, a "breach or failure to perform a duty owed to the Corporation" shall mean: (a) any willful misconduct; (b) a willful failure to deal fairly with the Corporation in connection with a matter in which the director or officer has a material conflict of interest; (c) any violation of criminal law, unless the director or officer had reasonable cause to believe his or her conduct was lawful; or, (d) a transaction from which the director or officer derived an improper personal benefit.

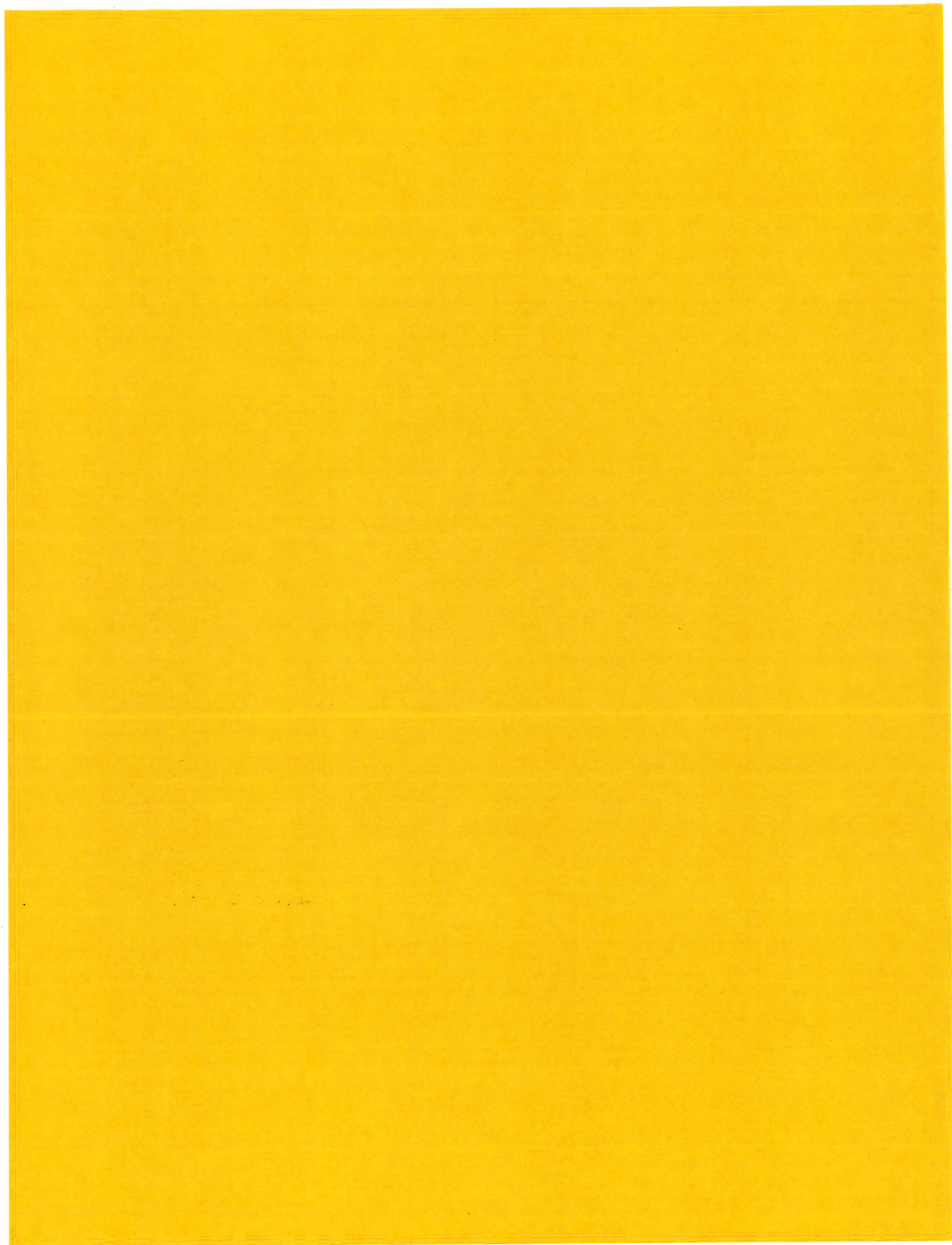
For purposes of this Article, references to "PROCEEDING" shall include any threatened, pending or completed civil, criminal, administrative or investigative action, suit, arbitration or other proceeding, whether formal or informal, which involves foreign, federal, state or local law and is brought by or in the right of the Corporation or by any other person.

For purposes of this Article, references to "EXPENSES" shall include fees, costs, charges, disbursements, attorneys' fees and any other expenses incurred in connection with a proceeding.

ARTICLE VIII

Amendment of Articles of Incorporation and Bylaws

The Corporation's Eighth Amended and Restated Articles of Incorporation and/or these Eleventh Amended and Restated Bylaws may be amended by a vote of two-thirds (2/3) of the Board of Directors then serving at any regular meeting, or at any special meeting called for the purpose of amending these Eleventh Amended and Restated Bylaws.





Ascendium Education Group, Inc.
Instructions for Filing
Form 8453-TE
IRS e-file Signature Authorization for Form 990
For the year ended December 31, 2023

The original IRS E-file Signature Authorization form should be signed (use full name) and dated by an authorized officer of the organization.

Return your signed IRS e-file Signature Authorization Form 8453-TE to:

Lindsey.pigg@ey.com

There is no tax due with the filing of this return.

Do NOT separately file Form 990 with the Internal Revenue Service. Doing so will delay the processing of your return. We must receive your signed form before we can electronically transmit your return, which is due on or before November 15, 2023. We would appreciate you returning this form as soon as possible as this will expedite the processing of your return. The Internal Revenue Service will notify us when your return is accepted. Your return is not considered filed until the Internal Revenue Service confirms their acceptance, which may occur after the due date of your return.

Form **8453-TE****Tax Exempt Entity Declaration and Signature for E-file**

OMB No. 1545-0047

Department of the Treasury
Internal Revenue ServiceFor calendar year 2023, or tax year beginning _____, 2023, and ending _____, 20_____
For use with Forms 990, 990-EZ, 990-PF, 990-T, 1120-POL, 4720, 8868, 5227, 5330, and 8038-CP
Go to www.irs.gov/Form8453TE for the latest information.**2023**

Name of filer

EIN or SSN

ASCENDIUM EDUCATION GROUP, INC.

39-1090394

Part I Type of Return and Return Information

Check the box for the type of return being filed with Form 8453-TE and enter the applicable amount, if any, from the return. Form 8038-CP and Form 5330 filers may enter dollars and cents. For all other forms, enter whole dollars only. If you check the box on line 1a, 2a, 3a, 4a, 5a, 6a, 7a, 8a, 9a, or 10a below, and the amount on that line of the return being filed with this form was blank, then leave line 1b, 2b, 3b, 4b, 5b, 6b, 7b, 8b, 9b, or 10b, whichever is applicable, blank (do not enter -0-). If you entered -0- on the return, then enter -0- on the applicable line below. Do not complete more than one line in Part I.

1a Form 990 check here ☒	b Total revenue, if any (Form 990, Part VIII, column (A), line 12)	1b	78,403,388
2a Form 990-EZ check here ☐	b Total revenue, if any (Form 990-EZ, line 9)	2b	
3a Form 1120-POL check here ☐	b Total tax (Form 1120-POL, line 22)	3b	
4a Form 990-PF check here ☐	b Tax based on investment income (Form 990-PF, Part V, line 5)	4b	
5a Form 8868 check here ☐	b Balance due (Form 8868, line 3c)	5b	
6a Form 990-T check here ☐	b Total tax (Form 990-T, Part III, line 4)	6b	
7a Form 4720 check here ☐	b Total tax (Form 4720, Part III, line 1)	7b	
8a Form 5227 check here ☐	b FMV of assets at end of tax year (Form 5227, Item D)	8b	
9a Form 5330 check here ☐	b Tax due (Form 5330, Part II, line 19)	9b	
10a Form 8038-CP check here ☐	b Amount of credit payment requested (Form 8038-CP, Part III, line 22)	10b	

Part II Declaration of Officer or Person Subject to Tax

- 11a ☐ I authorize the U.S. Treasury and its designated Financial Agent to initiate an Automated Clearing House (ACH) electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at 1-888-353-4537 no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment.
- b ☐ If a copy of this return is being filed with a state agency(ies) regulating charities as part of the IRS Fed/State program, I certify that I executed the electronic disclosure consent contained within this return allowing disclosure by the IRS of this Form 990/990-EZ/990-PF (as specifically identified in Part I above) to the selected state agency(ies).

Under penalties of perjury, I declare that ☒ I am an officer of the above named entity or ☐ I am the person subject to tax with respect to (name of entity) _____ (EIN) _____.

and that I have examined a copy of the 2023 electronic return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. I further declare that the amount in Part I above is the amount shown on the copy of the electronic return. I consent to allow my intermediate service provider, transmitter, or electronic return originator (ERO) to send the return to the IRS and to receive from the IRS (a) an acknowledgment of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund.

Sign

Here

Signature of officer or person subject to tax

Date

10 of 2024
PRESIDENT & CEO
Title, if applicable**Part III Declaration of Electronic Return Originator (ERO) and Paid Preparer (see instructions)**

I declare that I have reviewed the above return and that the entries on Form 8453-TE are complete and correct to the best of my knowledge. If I am only a collector, I am not responsible for reviewing the return and only declare that this form accurately reflects the data on the return. The entity officer or person subject to tax will have signed this form before I submit the return. I will give a copy of all forms and information to be filed with the IRS to the officer or person subject to tax, and have followed all other requirements in Pub. 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns. If I am also the Paid Preparer, under penalties of perjury I declare that I have examined the above return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. This Paid Preparer declaration is based on all information of which I have any knowledge.

ERO's Use Only	ERO's signature <i>Lindsey Pigg</i>	Date 9/30/2024	Check if also paid preparer ☒	Check if self-employed ☐	ERO's SSN or PTIN P01268923
	Firm's name (or yours if self-employed), address, and ZIP code ERNST & YOUNG US LLP, 155 N WACKER DRIVE, CHICAGO, IL 60606				EIN 34-6565596
					Phone no. (312) 879-2000

Under penalties of perjury, I declare that I have examined the above return and accompanying schedules and statements, and, to the best of my knowledge and belief, they are true, correct, and complete. Declaration of preparer is based on all information of which the preparer has any knowledge.

Paid Preparer Use Only

Print/Type preparer's name

Preparer's signature

Date

Check if self-employed ☐

PTIN

Firm's name

Firm's EIN

Firm's address

Phone no.

For Privacy Act and Paperwork Reduction Act Notice, see back of form.

Cat. No. 31574T

Form **8453-TE** (2023)

Form 990

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2023

Department of the Treasury
Internal Revenue Service

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.Open to Public
Inspection

A For the 2023 calendar year, or tax year beginning 2023, and ending 2023	
B Check if applicable: ☐ Address change ☐ Name change ☐ Initial return ☐ Final return/terminated ☐ Amended return ☐ Application pending	C Name of organization ASCENDIUM EDUCATION GROUP, INC. Doing business as Number and street (or P.O. box if mail is not delivered to street address) Room/suite 38 BUTTWOOD COURT City or town, state or province, country, and ZIP or foreign postal code MADISON, WI 53718 F Name and address of principal officer: RICHARD GEORGE SAME AS C ABOVE H(a) Is this a group return for subsidiaries? ☐ Yes ☒ No H(b) Are all subsidiaries included? ☐ Yes ☒ No If "No," attach a list. See instructions H(c) Group exemption number
D Employer identification number 39-1090394	E Telephone number (608) 733-2500
G Gross receipts \$ 134,909,658	
I Tax-exempt status: ☒ 501(c)(3) ☐ 501(c) () (insert no.) ☐ 4947(a)(1) or ☐ 527	
J Website: WWW.ASCENDIUMEDUCATION.ORG	
K Form of organization ☒ Corporation ☐ Trust ☐ Association ☐ Other	L Year of formation: 1967 M State of legal domicile: WI

Part I Summary	
Activities & Governance	1 Briefly describe the organization's mission or most significant activities: ASCENDIUM EDUCATION GROUP, INC. OPERATES FOR THE SUPPORT AND BENEFIT OF ASCENDIUM EDUCATION SOLUTIONS, INC.
	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) 3 12
	4 Number of independent voting members of the governing body (Part VI, line 1b) 4 10
	5 Total number of individuals employed in calendar year 2023 (Part V, line 2a) 5 117
	6 Total number of volunteers (estimate if necessary) 6 0
	7a Total unrelated business revenue from Part VIII, column (C), line 12 7a 0
b Net unrelated business taxable income from Form 990-T, Part I, line 11 7b 0	
Revenue	8 Contributions and grants (Part VIII, line 1h) Prior Year Current Year
	9 Program service revenue (Part VIII, line 2g) 840,000 1,186,288
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 24,465,304 77,207,156
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 545 9,945
	12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12) 25,305,849 78,403,388
	13 Grants and similar amounts paid (Part IX, column (A), lines 1–3) 61,144,777 2,000
	14 Benefits paid to or for members (Part IX, column (A), line 4)
Expenses	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10) 14,744,063 16,004,166
	16a Professional fundraising fees (Part IX, column (A), line 11e) 0 0
	b Total fundraising expenses (Part IX, column (D), line 25) 0
	17 Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e) (5,292,719) (3,474,519)
	18 Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25) 70,596,121 12,531,647
	19 Revenue less expenses. Subtract line 18 from line 12 (45,290,272) 65,871,741
	20 Total assets (Part X, line 16) Beginning of Current Year End of Year
21 Total liabilities (Part X, line 26) 2,599,459,075 3,022,286,011	
22 Net assets or fund balances. Subtract line 21 from line 20 2,593,571,080 3,016,519,762	

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.	
Sign Here	Signature of officer Date
	RICHARD GEORGE, PRESIDENT & CEO 9/30/2024
Paid Preparer Use Only	Print/Type preparer's name Preparer's signature Date Check ☐ if self-employed PTIN
	LINDSEY PIGG <i>Lindsey Pigg</i> 9/30/2024 P01268923
	Firm's name Firm's EIN
	ERNST & YOUNG US LLP 34-6565596
	Firm's address Phone no.
	155 N WACKER DRIVE, CHICAGO, IL 60606 (312) 879-2000
May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No	

For Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 11282Y

Form 990 (2023)

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☐

- 1** Briefly describe the organization's mission:
 ASCENDIUM EDUCATION GROUP, INC. OPERATES FOR THE SUPPORT AND BENEFIT OF ASCENDIUM EDUCATION SOLUTIONS, INC.
- 2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No
 If "Yes," describe these new services on Schedule O.
- 3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No
 If "Yes," describe these changes on Schedule O.
- 4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 4,512,417 including grants of \$) (Revenue \$)
 IMPACT INVESTING IS ONE OF THE KEY WAYS WE ACCOMPLISH OUR MISSION TO CHAMPION OPPORTUNITY FOR EVERYONE. OUR INVESTMENTS ADVANCE CHANGE TO POSTSECONDARY EDUCATION AND WORKFORCE TRAINING SYSTEMS THROUGH NEW TECHNOLOGIES AND SOLUTIONS SO MORE LEARNERS CAN ACHIEVE THEIR ACADEMIC AND CAREER GOALS THROUGH EDUCATION RELATED VENTURE EQUITY INVESTMENTS.

4b (Code:) (Expenses \$ 2,345,043 including grants of \$ 2,000) (Revenue \$ 1,186,288)
 ASCENDIUM EDUCATION GROUP, INC. OPERATES FOR THE SUPPORT AND BENEFIT OF ASCENDIUM EDUCATION SOLUTIONS, INC. (SOLUTIONS). SOLUTIONS SUPPORTS INCREASED ACCESS TO AND SUCCESS IN POSTSECONDARY EDUCATION AS A NATIONAL GRANTMAKER, A FEDERAL STUDENT LOAN GUARANTY AGENCY AND A PROVIDER OF STUDENT SUCCESS SERVICES.

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe on Schedule O.)
 (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 6,857,460

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

	Yes	No
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	22	✓
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5, about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J	23	✓
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a	24a	✓
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d	
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I	25a	✓
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I	25b	✓
26 Did the organization report any amount on Part X, line 5 or 22, for receivables from or payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part II	26	✓
27 Did the organization provide a grant or other assistance to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity (including an employee thereof) or family member of any of these persons? If "Yes," complete Schedule L, Part III	27	✓
28 Was the organization a party to a business transaction with one of the following parties? (See the Schedule L, Part IV, instructions for applicable filing thresholds, conditions, and exceptions).		
a A current or former officer, director, trustee, key employee, creator or founder, or substantial contributor? If "Yes," complete Schedule L, Part IV	28a	✓
b A family member of any individual described in line 28a? If "Yes," complete Schedule L, Part IV	28b	✓
c A 35% controlled entity of one or more individuals and/or organizations described in line 28a or 28b? If "Yes," complete Schedule L, Part IV	28c	✓
29 Did the organization receive more than \$25,000 in noncash contributions? If "Yes," complete Schedule M	29	✓
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M	30	✓
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I	31	✓
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II	32	✓
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I	33	✓
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	34	✓
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?	35a	✓
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2	35b	✓
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2	36	✓
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI	37	✓
38 Did the organization complete Schedule O and provide explanations on Schedule O for Part VI, lines 11b and 19? Note: All Form 990 filers are required to complete Schedule O	38	✓

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

	Yes	No
1a Enter the number reported in box 3 of Form 1096. Enter -0- if not applicable	1a	67
b Enter the number of Forms W-2G included on line 1a. Enter -0- if not applicable	1b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	✓

Part V Statements Regarding Other IRS Filings and Tax Compliance (continued)			Yes	No
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a 117		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?	2b	✓	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		✓
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation on Schedule O	3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		✓
b	If "Yes," enter the name of the foreign country See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).			
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		✓
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		✓
c	If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		✓
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7	Organizations that may receive deductible contributions under section 170(c).			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		✓
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		✓
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		✓
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		✓
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8		
9	Sponsoring organizations maintaining donor advised funds.			
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a		
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b		
10	Section 501(c)(7) organizations. Enter:			
a	Initiation fees and capital contributions included on Part VIII, line 12	10a		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b		
11	Section 501(c)(12) organizations. Enter:			
a	Gross income from members or shareholders	11a		
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.			
a	Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b		
c	Enter the amount of reserves on hand	13c		
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a		✓
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation on Schedule O	14b		
15	Is the organization subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year? If "Yes," see the instructions and file Form 4720, Schedule N.	15		✓
16	Is the organization an educational institution subject to the section 4968 excise tax on net investment income? If "Yes," complete Form 4720, Schedule O.	16		✓
17	Section 501(c)(21) organizations. Did the trust, or any disqualified or other person, engage in any activities that would result in the imposition of an excise tax under section 4951, 4952, or 4953? If "Yes," complete Form 6069.	17		

Part VI Governance, Management, and Disclosure. For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes on Schedule O. See instructions. Check if Schedule O contains a response or note to any line in this Part VI ☒

Section A. Governing Body and Management

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year 1a 12 If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain on Schedule O.		
b Enter the number of voting members included on line 1a, above, who are independent 1b 10		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	✓
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, trustees, or key employees to a management company or other person?	3	✓
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4	✓
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	✓
6 Did the organization have members or stockholders?	6	✓
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	✓
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	✓
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a	✓
b Each committee with authority to act on behalf of the governing body?	8b	✓
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses on Schedule O	9	✓

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	✓
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a	✓
b Describe on Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	12a	✓
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	✓
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe on Schedule O how this was done	12c	✓
13 Did the organization have a written whistleblower policy?	13	✓
14 Did the organization have a written document retention and destruction policy?	14	✓
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a	✓
b Other officers or key employees of the organization	15b	✓
If "Yes" to line 15a or 15b, describe the process on Schedule O. See instructions.		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	✓
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed NONE

18 Section 6104 requires an organization to make its Forms 1023 (1024 or 1024-A, if applicable), 990, and 990-T (section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☐ Another's website ☒ Upon request ☐ Other (explain on Schedule O)

19 Describe on Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, address, and telephone number of the person who possesses the organization's books and records.
 HOPE MERRY, 38 BUTTONWOOD COURT, MADISON, WI 53718, (608) 733-2584

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent ContractorsCheck 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 the 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, box 6 of Form 1099-MISC, and/or box 1 of Form 1099-NEC) 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 the 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 (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/ 1099-MISC/ 1099-NEC)	(E) Reportable compensation from related organizations (W-2/ 1099-MISC/ 1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) RICHARD D GEORGE - 2,3 CHAIR/PRES/CIO/TREAS	33.0 17.0	✓		✓						
(2) HOPE E MERRY - 3 CHIEF FINANCIAL OFFICER	27.0 23.0			✓						
(3) JACQUELINE J FAIRBAIRN - 3 CHIEF COMPLIANCE OFFICER	1.0 44.0			✓						
(4) REBECCA E RAPP - 3 GEN CNSL/CHIEF PRIVACY OFFICER/ASST SECRETARY	31.0 14.0			✓						
(5) BRETT G LINDQUIST - 3 VP - STRATEGIC COMMUNICATIONS	6.0 39.0			✓						
(6) ERIC C MALY - 3 VP - INFO SECURITY AND TECH	12.0 33.0			✓						
(7) MATTHEW R HARLOWE - 3 DIRECTOR INTERNAL AUDIT	43.0 2.0			✓						
(8) MAUREEN L HARRILL - 3 VP - HUMAN RESOURCES	12.0 33.0			✓						
(9) KEITH WITHAM - 3 VP - EDUCATION PHILANTHROPY	44.0 0.0			✓						
(10) AMY S KERWIN - 3 VP - EDUCATION PHILANTHROPY	44.0 1.0						✓			
(11) BETHANY M MILLER - 3 DIRECTOR - LEARNING AND IMPACT	45.0 0.0					✓				
(12) ALEXANDER J HAMMOND SENIOR SECURITY ARCHITECT	45.0 0.0					✓				
(13) JENNIFER M KRUEGER - 3 DEPUTY GENERAL COUNSEL	45.0 0.0					✓				
(14) CATHERINE M RISSEUW - 3 MRG - HR TECHNOLOGY & COMP	45.0 0.0					✓				

Form **990** (2023)

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

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC/1099-NEC)	(E) Reportable compensation from related organizations (W-2/1099-MISC/1099-NEC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(15) RICHARD T SCHICK - 3 SR IT ARCHITECTURAL ENGINEER	45.0 0.0					✓				
(16) RICHARD A WEISS - 1 DIRECTOR	2.0 1.0	✓								
(17) ROGER ERVIN - 1 DIRECTOR	3.0 0.0	✓								
(18) THOMAS BOLDT - 1 DIRECTOR	3.0 0.0	✓								
(19) SCOTT KLUG - 1 DIRECTOR	2.0 1.0	✓								
(20) DAVID J HANSON - 1 DIRECTOR, SECRETARY	2.0 1.0	✓								
(21) EMERSON BRUMBACK - 1 DIRECTOR, VICE CHAIRMAN	2.0 1.0	✓								
(22) LINDA HOESCHLER - 1 DIRECTOR	3.0 0.0	✓								
(23) MARIA GONZALEZ-KNAVEL - 1 DIRECTOR	2.0 1.0	✓								
(24) MARY BURKE - 1 DIRECTOR	2.0 1.0	✓								
(25) JOAN PRINCE - 1 DIRECTOR	3.0 0.0	✓								
1b Subtotal								3,995,809	376,235	613,030
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)								3,995,809	376,235	613,030

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **44**

	Yes	No
3 Did the organization list any former officer, director, trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		✓
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	✓	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		✓

Section B. Independent Contractors

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

(A) Name and business address	(B) Description of services	(C) Compensation
MORGAN STANLEY, 2000 WESTCHESTER AVE, PURCHASE, NY 10577	INVESTMENT FEES	1,124,912
APPLIED TECH SOLUTIONS LLC, 150 N. SUNNY SLOPE RD., STE. 200, MILWAUKEE, WI 53005	INFORMATION SERVICES	770,139
ERNST & YOUNG U.S. LLP, 200 PLAZA DR., SECAUCUS, NJ 07094	AUDIT/TAX SERVICE	276,189
WIPFLI LLP, PO BOX 8010, WAUSAU, WI 54402	CONSULTING	124,081
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization	4	

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants, and Other Similar Amounts	1a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f				
	g	Noncash contributions included in lines 1a-1f	1g	\$			
	h	Total. Add lines 1a-1f					
Program Service Revenue	2a	CONTRACTED REVENUE SHARE	Business Code 900099	1,186,288	1,186,288		
	b						
	c						
	d						
	e						
	f	All other program service revenue					0
	g	Total. Add lines 2a-2f			1,186,288		
	3	Investment income (including dividends, interest, and other similar amounts)			80,483,786		80,483,786
4	Income from investment of tax-exempt bond proceeds						
5	Royalties						
Other Revenue	6a	Gross rents	(i) Real	(ii) Personal			
	b	Less: rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)					
	7a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other	53,227,899	1,740	
	b	Less: cost or other basis and sales expenses			56,504,569	1,701	
	c	Gain or (loss)			(3,276,670)	39	
	d	Net gain or (loss)			(3,276,631)		(3,276,631)
	8a	Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18					
	b	Less: direct expenses					
	c	Net income or (loss) from fundraising events					
	9a	Gross income from gaming activities. See Part IV, line 19					
	b	Less: direct expenses					
	c	Net income or (loss) from gaming activities					
	10a	Gross sales of inventory, less returns and allowances					
	b	Less: cost of goods sold					
c	Net income or (loss) from sales of inventory						
Miscellaneous Revenue	11a	MISCELLANEOUS REVENUE	Business Code 900099	9,945			9,945
	b						
	c						
	d	All other revenue					0
	e	Total. Add lines 11a-11d			9,945		
12	Total revenue. See instructions			78,403,388	1,186,288		77,217,100

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☒**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21	2,000	2,000		
2 Grants and other assistance to domestic individuals. See Part IV, line 22				
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	4,352,991	1,615,822	2,737,169	
6 Compensation not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	9,079,494	5,400,071	3,679,423	
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	679,788	404,307	275,481	
9 Other employee benefits	1,296,058	770,837	525,221	
10 Payroll taxes	595,835	354,376	241,459	
11 Fees for services (nonemployees):				
a Management				
b Legal	145,947	48,163	97,784	
c Accounting	233,372	203,338	30,034	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	5,637,329		5,637,329	
g Other. (If line 11g amount exceeds 10% of line 25, column (A), amount, list line 11g expenses on Schedule O.)	3,668,210	517,664	3,150,546	0
12 Advertising and promotion	130,240	107,126	23,114	
13 Office expenses	2,256,733	427,957	1,828,776	
14 Information technology				
15 Royalties				
16 Occupancy	850,010	5,453	844,557	
17 Travel	280,087	229,917	50,170	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	213,345	133,717	79,628	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	1,172,801	790	1,172,011	
23 Insurance	1,621,706	72	1,621,634	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses on line 24e. If line 24e amount exceeds 10% of line 25, column (A), amount, list line 24e expenses on Schedule O.)				
a SERVICE ARRANGEMENT FEES	2,666,988	559,676	2,107,312	
b THIRD PARTY SERVICE EXPENSE	5,660,945	1,188,798	4,472,147	
c CORP SUPP FUNCT ALLOCATION	(28,217,379)	(5,168,581)	(23,048,798)	
d MISCELLANEOUS	205,147	55,957	149,190	
e All other expenses	0	0	0	0
25 Total functional expenses. Add lines 1 through 24e	12,531,647	6,857,460	5,674,187	0
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here ☐ if following SOP 98-2 (ASC 958-720)				

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash—non-interest-bearing	4,929	1	4,946
	2 Savings and temporary cash investments	977,260,130	2	1,079,633,598
	3 Pledges and grants receivable, net	0	3	
	4 Accounts receivable, net	167,272,721	4	115,716,607
	5 Loans and other receivables from any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), and persons described in section 4958(c)(3)(B)	0	6	0
	7 Notes and loans receivable, net	2,575,000	7	5,645,000
	8 Inventories for sale or use	0	8	
	9 Prepaid expenses and deferred charges	2,183,564	9	2,003,438
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 42,687,542		
	b Less: accumulated depreciation	10b 2,484,993		
	11 Investments—publicly traded securities	681,330	11	0
	12 Investments—other securities. See Part IV, line 11	1,382,479,459	12	1,748,426,083
	13 Investments—program-related. See Part IV, line 11	17,548,500	13	20,173,500
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	8,154,481	15	10,480,290
16 Total assets. Add lines 1 through 15 (must equal line 33)	2,599,459,075	16	3,022,286,011	
Liabilities	17 Accounts payable and accrued expenses	5,786,125	17	5,655,744
	18 Grants payable	0	18	0
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to any current or former officer, director, trustee, key employee, creator or founder, substantial contributor, or 35% controlled entity or family member of any of these persons	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties	0	24	0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D	101,870	25	110,505
	26 Total liabilities. Add lines 17 through 25	5,887,995	26	5,766,249
Net Assets or Fund Balances	Organizations that follow FASB ASC 958, check here ☒ and complete lines 27, 28, 32, and 33.			
	27 Net assets without donor restrictions	2,593,571,080	27	3,016,519,762
	28 Net assets with donor restrictions	0	28	0
	Organizations that do not follow FASB ASC 958, check here ☐ and complete lines 29 through 33.			
	29 Capital stock or trust principal, or current funds	0	29	
	30 Paid-in or capital surplus, or land, building, or equipment fund	0	30	
	31 Retained earnings, endowment, accumulated income, or other funds	0	31	
	32 Total net assets or fund balances.	2,593,571,080	32	3,016,519,762
33 Total liabilities and net assets/fund balances.	2,599,459,075	33	3,022,286,011	

Form 990 (2023)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	78,403,388
2	Total expenses (must equal Part IX, column (A), line 25)	2	12,531,647
3	Revenue less expenses. Subtract line 2 from line 1	3	65,871,741
4	Net assets or fund balances at beginning of year (must equal Part X, line 32, column (A))	4	2,593,571,080
5	Net unrealized gains (losses) on investments	5	257,076,942
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain on Schedule O)	9	100,000,000
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 32, column (B))	10	3,016,519,763

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain on Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? . . . If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both. ☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis		✓
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both. ☐ Separate basis ☒ Consolidated basis ☐ Both consolidated and separate basis	✓	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? . . . If the organization changed either its oversight process or selection process during the tax year, explain on Schedule O.	✓	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Uniform Guidance, 2 C.F.R. Part 200, Subpart F?		✓
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why on Schedule O and describe any steps taken to undergo such audits .		

Form **990** (2023)

**SCHEDULE A
(Form 990)**

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

Attach to Form 990 or Form 990-EZ.

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

OMB No. 1545-0047

2023

**Open to Public
Inspection**

Name of the organization

ASCENDIUM EDUCATION GROUP, INC.

Employer identification number

39-1090394

Part I Reason for Public Charity Status. (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 12, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E (Form 990).)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state:
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ An agricultural research organization described in section 170(b)(1)(A)(ix) operated in conjunction with a land-grant college or university or a non-land-grant college of agriculture (see instructions). Enter the name, city, and state of the college or university:
- 10 ☐ 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 exempt 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). (Complete Part III.)
- 11 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 12 ☒ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box on lines 12a through 12d that describes the type of supporting organization and complete lines 12e, 12f, and 12g.
 - a ☐ **Type I.** A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. You must complete Part IV, Sections A and B.
 - b ☒ **Type II.** A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). You must complete Part IV, Sections A and C.
 - c ☐ **Type III functionally integrated.** A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). You must complete Part IV, Sections A, D, and E.
 - d ☐ **Type III non-functionally integrated.** A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). You must complete Part IV, Sections A and D, and Part V.
 - e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.
 - f Enter the number of supported organizations 1
 - g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A) (SEE STATEMENT)						
(B)						
(C)						
(D)						
(E)						
Total					23,204,492	0

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Cat. No. 11285F

Schedule A (Form 990) 2023

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						0
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge						0
4 Total. Add lines 1 through 3	0	0	0	0	0	0
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						0
6 Public support. Subtract line 5 from line 4						0

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
7 Amounts from line 4	0	0	0	0	0	0
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						0
9 Net income from unrelated business activities, whether or not the business is regularly carried on						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	0	0	0	0	0	0
11 Total support. Add lines 7 through 10						0
12 Gross receipts from related activities, etc. (see instructions)					12	0
13 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2023 (line 6, column (f), divided by line 11, column (f))	14	0.00 %
15 Public support percentage from 2022 Schedule A, Part II, line 14	15	0.00 %
16a 33¹/₃% support test—2023. If the organization did not check the box on line 13, and line 14 is 33 ¹ / ₃ % or more, check this box and stop here . The organization qualifies as a publicly supported organization ☐		
b 33¹/₃% support test—2022. If the organization did not check a box on line 13 or 16a, and line 15 is 33 ¹ / ₃ % or more, check this box and stop here . The organization qualifies as a publicly supported organization ☐		
17a 10%-facts-and-circumstances test—2023. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here . Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization ☐		
b 10%-facts-and-circumstances test—2022. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the facts-and-circumstances test, check this box and stop here . Explain in Part VI how the organization meets the facts-and-circumstances test. The organization qualifies as a publicly supported organization ☐		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ☐		

Schedule A (Form 990) 2023

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 10 of Part I or if the organization failed to qualify under Part II.

If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						0
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						0
3 Gross receipts from activities that are not an unrelated trade or business under section 513						0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						0
5 The value of services or facilities furnished by a governmental unit to the organization without charge						0
6 Total. Add lines 1 through 5	0	0	0	0	0	0
7a Amounts included on lines 1, 2, and 3 received from disqualified persons	0	0	0	0	0	0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year	0	0	0	0	0	0
c Add lines 7a and 7b	0	0	0	0	0	0
8 Public support. (Subtract line 7c from line 6.)						0

Section B. Total Support

Calendar year (or fiscal year beginning in)	(a) 2019	(b) 2020	(c) 2021	(d) 2022	(e) 2023	(f) Total
9 Amounts from line 6	0	0	0	0	0	0
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources						0
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						0
c Add lines 10a and 10b	0	0	0	0	0	0
11 Net income from unrelated business activities not included on line 10b, whether or not the business is regularly carried on						0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.)	0	0	0	0	0	0
13 Total support. (Add lines 9, 10c, 11, and 12.)	0	0	0	0	0	0
14 First 5 years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2023 (line 8, column (f), divided by line 13, column (f))	15	0.00 %
16 Public support percentage from 2022 Schedule A, Part III, line 15	16	0.00 %

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2023 (line 10c, column (f), divided by line 13, column (f))	17	0.00 %
18 Investment income percentage from 2022 Schedule A, Part III, line 17	18	0.00 %

19a 33 1/3% support tests—2023. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

b 33 1/3% support tests—2022. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☒

Part IV Supporting Organizations

(Complete only if you checked a box on line 12 of Part I. If you checked box 12a, Part I, complete Sections A and B. If you checked box 12b, Part I, complete Sections A and C. If you checked box 12c, Part I, complete Sections A, D, and E. If you checked box 12d, Part I, complete Sections A and D, and complete Part V.)

Section A. All Supporting Organizations

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.	1	✓
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).	2	✓
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer lines 3b and 3c below.	3a	✓
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.	3b	
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.	3c	
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes," and if you checked box 12a or 12b in Part I, answer lines 4b and 4c below.	4a	✓
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.	4b	
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.	4c	
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer lines 5b and 5c below (if applicable). Also, provide detail in Part VI , including (i) the names and EIN numbers of the supported organizations added, substituted, or removed; (ii) the reasons for each such action; (iii) the authority under the organization's organizing document authorizing such action; and (iv) how the action was accomplished (such as by amendment to the organizing document).	5a	✓
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?	5b	
c Substitutions only. Was the substitution the result of an event beyond the organization's control?	5c	
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (i) its supported organizations, (ii) individuals that are part of the charitable class benefited by one or more of its supported organizations, or (iii) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI .	6	✓
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (as defined in section 4958(c)(3)(C)), a family member of a substantial contributor, or a 35% controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).	7	✓
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described on line 7? If "Yes," complete Part I of Schedule L (Form 990).	8	✓
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons, as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI .	9a	✓
b Did one or more disqualified persons (as defined on line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI .	9b	✓
c Did a disqualified person (as defined on line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI .	9c	✓
10a Was the organization subject to the excess business holdings rules of section 4943 because of section 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer line 10b below.	10a	✓
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)	10b	

Schedule A (Form 990) 2023

Part IV Supporting Organizations (continued)

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described on lines 11b and 11c below, the governing body of a supported organization?		✓
b A family member of a person described on line 11a above?		✓
c A 35% controlled entity of a person described on line 11a or 11b above? If "Yes" to line 11a, 11b, or 11c, provide detail in Part VI .		✓

Section B. Type I Supporting Organizations

	Yes	No
1 Did the governing body, members of the governing body, officers acting in their official capacity, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's officers, directors, or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove officers, directors, or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		

Section C. Type II Supporting Organizations

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).	✓	

Section D. All Type III Supporting Organizations

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (i) a written notice describing the type and amount of support provided during the prior tax year, (ii) a copy of the Form 990 that was most recently filed as of the date of notification, and (iii) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s), or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
3 By reason of the relationship described on line 2, above, did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		

Section E. Type III Functionally Integrated Supporting Organizations

1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions).		
a ☐ The organization satisfied the Activities Test. Complete line 2 below.		
b ☐ The organization is the parent of each of its supported organizations. Complete line 3 below.		
c ☐ The organization supported a governmental entity. Describe in Part VI how you supported a governmental entity (see instructions).		
2 Activities Test. Answer lines 2a and 2b below.		
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
b Did the activities described on line 2a, above, constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
3 Parent of Supported Organizations. Answer lines 3a and 3b below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? If "Yes" or "No," provide details in Part VI .		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970 (explain in **Part VI**). See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A—Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1	Net short-term capital gain	1	
2	Recoveries of prior-year distributions	2	
3	Other gross income (see instructions)	3	
4	Add lines 1 through 3.	4	
5	Depreciation and depletion	5	
6	Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6	
7	Other expenses (see instructions)	7	
8	Adjusted Net Income (subtract lines 5, 6, and 7 from line 4)	8	
Section B—Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1	Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):		
a	Average monthly value of securities	1a	
b	Average monthly cash balances	1b	
c	Fair market value of other non-exempt-use assets	1c	
d	Total (add lines 1a, 1b, and 1c)	1d	
e	Discount claimed for blockage or other factors (explain in detail in Part VI):		
2	Acquisition indebtedness applicable to non-exempt-use assets	2	
3	Subtract line 2 from line 1d.	3	
4	Cash deemed held for exempt use. Enter 0.015 of line 3 (for greater amount, see instructions).	4	
5	Net value of non-exempt-use assets (subtract line 4 from line 3)	5	
6	Multiply line 5 by 0.035.	6	
7	Recoveries of prior-year distributions	7	
8	Minimum Asset Amount (add line 7 to line 6)	8	
Section C—Distributable Amount			Current Year
1	Adjusted net income for prior year (from Section A, line 8, column A)	1	
2	Enter 0.85 of line 1.	2	0
3	Minimum asset amount for prior year (from Section B, line 8, column A)	3	0
4	Enter greater of line 2 or line 3.	4	0
5	Income tax imposed in prior year	5	
6	Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions).	6	0
7	☐ Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).		

Schedule A (Form 990) 2023

Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)

Section D—Distributions		Current Year
1	Amounts paid to supported organizations to accomplish exempt purposes	1
2	Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	2
3	Administrative expenses paid to accomplish exempt purposes of supported organizations	3
4	Amounts paid to acquire exempt-use assets	4
5	Qualified set-aside amounts (prior IRS approval required— <i>provide details in Part VI</i>)	5
6	Other distributions (<i>describe in Part VI</i>). See instructions.	6
7	Total annual distributions. Add lines 1 through 6.	7 0
8	Distributions to attentive supported organizations to which the organization is responsive (<i>provide details in Part VI</i>). See instructions.	8
9	Distributable amount for 2023 from Section C, line 6	9 0
10	Line 8 amount divided by line 9 amount	10 0.00

Section E—Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2023	(iii) Distributable Amount for 2023
1 Distributable amount for 2023 from Section C, line 6			0
2 Underdistributions, if any, for years prior to 2023 (reasonable cause required— <i>explain in Part VI</i>). See instructions.			
3 Excess distributions carryover, if any, to 2023			
a From 2018			
b From 2019			
c From 2020			
d From 2021			
e From 2022			
f Total of lines 3a through 3e	0		
g Applied to underdistributions of prior years			
h Applied to 2023 distributable amount			
i Carryover from 2018 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from line 3f.	0		
4 Distributions for 2023 from Section D, line 7: \$ 0			
a Applied to underdistributions of prior years			
b Applied to 2023 distributable amount			
c Remainder. Subtract lines 4a and 4b from line 4.	0		
5 Remaining underdistributions for years prior to 2023, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, <i>explain in Part VI</i> . See instructions.		0	
6 Remaining underdistributions for 2023. Subtract lines 3h and 4b from line 1. For result greater than zero, <i>explain in Part VI</i> . See instructions.			0
7 Excess distributions carryover to 2024. Add lines 3j and 4c.	0		
8 Breakdown of line 7:			
a Excess from 2019 . . .			
b Excess from 2020 . . .			
c Excess from 2021 . . .			
d Excess from 2022 . . .			
e Excess from 2023 . . .			

Schedule A (Form 990) 2023

Part VI

Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; Part III, line 12; Part IV, Section A, lines 1, 2, 3b, 3c, 4b, 4c, 5a, 6, 9a, 9b, 9c, 11a, 11b, and 11c; Part IV, Section B, lines 1 and 2; Part IV, Section C, line 1; Part IV, Section D, lines 2 and 3; Part IV, Section E, lines 1c, 2a, 2b, 3a, and 3b; Part V, line 1; Part V, Section B, line 1e; Part V, Section D, lines 5, 6, and 8; and Part V, Section E, lines 2, 5, and 6. Also complete this part for any additional information. (See instructions.)

Part ILine 12g. **Information about the supported organization(s).** (continued)

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-10 above (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
ASCENDIUM EDUCATION SOLUTIONS, INC.	39-1853833	10. AN ORG. FOLLOWING SUPPORT/INVESTMENT INCOME TEST. SECTION 509(A)(2).	✓		23,204,492	

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Name of the organization

ASCENDIUM EDUCATION GROUP, INC.

Supplemental Financial Statements

Complete if the organization answered "Yes" on Form 990,
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
Attach to Form 990.

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

OMB No. 1545-0047

2023

Open to Public
Inspection

Employer identification number

39-1090394

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts

Complete if the organization answered "Yes" on Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate value of contributions to (during year)		
3 Aggregate value of grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?	☐ Yes ☐ No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?	☐ Yes ☐ No	

Part II Conservation Easements

Complete if the organization answered "Yes" on Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply). ☐ Preservation of land for public use (for example, recreation or education) ☐ Protection of natural habitat ☐ Preservation of open space ☐ Preservation of a historically important land area ☐ Preservation of a certified historic structure	
2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.	
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included on line 2a	2c
d Number of conservation easements included on line 2c acquired after July 25, 2006, and not on a historic structure listed in the National Register	2d
3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year	
4 Number of states where property subject to conservation easement is located	
5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?	☐ Yes ☐ No
6 Staff and volunteer hours devoted to monitoring, inspecting, handling of violations, and enforcing conservation easements during the year	
7 Amount of expenses incurred in monitoring, inspecting, handling of violations, and enforcing conservation easements during the year	
8 Does each conservation easement reported on line 2d above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?	☐ Yes ☐ No
9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.	

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets

Complete if the organization answered "Yes" on Form 990, Part IV, line 8.

1a If the organization elected, as permitted under FASB ASC 958, not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide in Part XIII the text of the footnote to its financial statements that describes these items.	
b If the organization elected, as permitted under FASB ASC 958, to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items.	
(i) Revenue included on Form 990, Part VIII, line 1	\$
(ii) Assets included in Form 990, Part X	\$
2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under FASB ASC 958 relating to these items.	
a Revenue included on Form 990, Part VIII, line 1	\$
b Assets included in Form 990, Part X	\$

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat. No. 52283D

Schedule D (Form 990) 2023

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that make significant use of its collection items (check all that apply).

a ☐ Public exhibition

d ☐ Loan or exchange program

b ☐ Scholarly research

e ☐ Other

c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

Part IV Escrow and Custodial Arrangements

Complete if the organization answered "Yes" on Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian, or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table.

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21, for escrow or custodial account liability? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII ☐

Part V Endowment Funds

Complete if the organization answered "Yes" on Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment %

b Permanent endowment %

c Term endowment %

The percentages on lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) Unrelated organizations?

(ii) Related organizations?

b If "Yes" on line 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment

Complete if the organization answered "Yes" on Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		4,413,829		4,413,829
b Buildings		35,590,889	1,851,506	33,739,383
c Leasehold improvements				
d Equipment		845,153	394,792	450,361
e Other		1,837,671	238,695	1,598,976
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, line 10c, column (B))				40,202,549

Schedule D (Form 990) 2023

Part VII Investments—Other Securities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely held equity interests		
(3) Other		
(A) GSV FUND INVESTMENT	27,558,309	END OF YEAR MARKET VALUE
(B) RETHINK EDUCATION INVESTMENT	21,485,879	END OF YEAR MARKET VALUE
(C) BLACKROCK - INDEX FUND	242,208,417	END OF YEAR MARKET VALUE
(D) VANGUARD - INDEX FUND	236,816,593	END OF YEAR MARKET VALUE
(E) LEARN CAPITAL VENTURE PARTNERS	84,366,338	END OF YEAR MARKET VALUE
(F) DEGREED, INC.	999,998	COST
(G) EDUNAV, INC.	500,000	COST
(H) (SEE STATEMENT)		
Total. (Column (b) must equal Form 990, Part X, line 12, col. (B))	1,748,426,083	

Part VIII Investments—Program Related

Complete if the organization answered "Yes" on Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, line 13, col. (B))		

Part IX Other Assets

Complete if the organization answered "Yes" on Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, line 15, col. (B))	

Part X Other Liabilities

Complete if the organization answered "Yes" on Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) INTERCOMPANY PAYABLE	89,482
(3) PROPERTY TAXES	565
(4) FINANCE LEASE LIABILITY	19,443
(5) MISC. LIABILITIES	1,015
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, line 25, col. (B))	110,505

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FASB ASC 740. Check here if the text of the footnote has been provided in Part XIII ☐

(a) Description of security or category(including name of security)	(b) Book values	(c) Method of valuation: Cost or end-of-year market value
PABTWF	13,986,021	END OF YEAR MARKET VALUE
MANAGED, MUTUAL & INDEX FUNDS	1,102,713,225	END OF YEAR MARKET VALUE
NEW U VENTURE PTNRS FUND,LP	8,977,918	END OF YEAR MARKET VALUE
NEW MARKETS EDU PARTNERS III INVESTMENT	2,307,397	END OF YEAR MARKET VALUE
ACHIEVE PARTNERS EDTECH BUYOUT FUND, LP	2,233,703	END OF YEAR MARKET VALUE
VC 414 FUND I, LP	100,000	COST
GREEN STREET IMPACT FUND I	2,970,560	END OF YEAR MARKET VALUE
GENER8TOR FUND VIII	1,201,725	END OF YEAR MARKET VALUE

SCHEDULE J
(Form 990)

Department of the Treasury
Internal Revenue Service
Name of the organization

Compensation Information
For certain Officers, Directors, Trustees, Key Employees, and Highest
Compensated Employees
Complete if the organization answered "Yes" on Form 990, Part IV, line 23.
Attach to Form 990.
Go to www.irs.gov/Form990 for instructions and the latest information.

OMB No. 1545-0047

2023

**Open to Public
Inspection**

ASCENDIUM EDUCATION GROUP, INC.

Employer identification number
39-1090394

Part I Questions Regarding Compensation

1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed on Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- | | |
|--|--|
| ☐ First-class or charter travel | ☐ Housing allowance or residence for personal use |
| ☐ Travel for companions | ☐ Payments for business use of personal residence |
| ☐ Tax indemnification and gross-up payments | ☐ Health or social club dues or initiation fees |
| ☐ Discretionary spending account | ☐ Personal services (such as maid, chauffeur, chef) |

b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked on line 1a?

3 Indicate which, if any, of the following the organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- | | |
|---|---|
| ☒ Compensation committee | ☐ Written employment contract |
| ☒ Independent compensation consultant | ☒ Compensation survey or study |
| ☒ Form 990 of other organizations | ☒ Approval by the board or compensation committee |

4 During the year, did any person listed on Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- | | | |
|--|-----------|---|
| a Receive a severance payment or change-of-control payment? | 4a | ✓ |
| b Participate in or receive payment from a supplemental nonqualified retirement plan? | 4b | ✓ |
| c Participate in or receive payment from an equity-based compensation arrangement? | 4c | ✓ |
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.

5 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- | | | |
|--|-----------|---|
| a The organization? | 5a | ✓ |
| b Any related organization? | 5b | ✓ |
- If "Yes" on line 5a or 5b, describe in Part III.

6 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- | | | |
|--|-----------|---|
| a The organization? | 6a | ✓ |
| b Any related organization? | 6b | ✓ |
- If "Yes" on line 6a or 6b, describe in Part III.

7 For persons listed on Form 990, Part VII, Section A, line 1a, did the organization provide any nonfixed payments not described on lines 5 and 6? If "Yes," describe in Part III

8 Were any amounts reported on Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III

9 If "Yes" on line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat. No. 50053T

Schedule J (Form 990) 2023

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

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

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

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC and/or 1099-NEC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in column (B) reported as deferred on prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
RICHARD D GEORGE - 2,3	(i)							0
1 CHAIR/PRES/CIO/TREAS	(ii)							0
HOPE E MERRY - 3	(i)							0
2 CHIEF FINANCIAL OFFICER	(ii)							0
JACQUELINE J FAIRBAIN - 3	(i)							0
3 CHIEF COMPLIANCE OFFICER	(ii)							0
REBECCA E RAPP - 3	(i)							0
4 GEN COUNSEL/CHIEF PRIVACY OFFICER/ASST SECRETARY	(ii)							0
BRETT G LINDQUIST - 3	(i)							0
5 VP - STRATEGIC COMMUNICATIONS	(ii)							0
ERIC C MALLY - 3	(i)							0
6 VP - INFO SECURITY AND TECH	(ii)							0
MATTHEW R HARLOWE - 3	(i)							0
7 DIRECTOR INTERNAL AUDIT	(ii)							0
MAUREEN L HARRILL - 3	(i)							0
8 VP - HUMAN RESOURCES	(ii)							0
KEITH WITHAM - 3	(i)							0
9 VP - EDUCATION PHILANTHROPY	(ii)							0
AMY S KERWIN - 3	(i)							0
10 VP - EDUCATION PHILANTHROPY	(ii)							0
BETHANY M MILLER - 3	(i)							0
11 DIRECTOR - LEARNING AND IMPACT	(ii)							0
ALEXANDER J HAMMOND	(i)							0
12 SENIOR SECURITY ARCHITECT	(ii)							0
JENNIFER M KRUEGER - 3	(i)							0
13 DEPUTY GENERAL COUNSEL	(ii)							0
CATHERINE M RISSEUW - 3	(i)							0
14 MRG - HR TECHNOLOGY & COMP	(ii)							0
RICHARD T SCHICK - 3	(i)							0
15 SR IT ARCHITECTURAL ENGINEER	(ii)							0
16	(i)							0

Schedule J (Form 990) 2023

SCHEDULE O (Form 990) Department of Treasury Internal Revenue Service	Supplemental Information to Form 990 or 990-EZ Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information. ▶ Attach to Form 990 or 990-EZ. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047 2023 Open to Public Inspection
Name of the Organization ASCENDIUM EDUCATION GROUP, INC.		Employer Identification Number 39-1090394

Return Reference - Identifier	Explanation																																																	
FORM 990, PART VI, LINE 11B - REVIEW OF FORM 990 BY GOVERNING BODY	ON AN ANNUAL BASIS, THE CHAIRMAN OF THE BOARD, PRESIDENT AND CEO, THE AUDIT COMMITTEE AND BOARD REVIEWS THE FORM 990 PRIOR TO FILING. THE CONFLICTS OF INTEREST QUESTIONNAIRES ARE COMPLETED BY EACH DIRECTOR AND REVIEWED PRIOR TO FILING THE FORM 990.																																																	
FORM 990, PART VI, LINE 12C - CONFLICT OF INTEREST POLICY	ANNUALLY, DIRECTORS AND OFFICERS SIGN A CONFLICT OF INTEREST DOCUMENT WHICH DISCLOSES ANY CONFLICTS. THE SIGNED DOCUMENTS ARE REVIEWED ANNUALLY BY THE CHAIRMAN OF THE BOARD. IF A DISCLOSED CONFLICT OCCURS, THE INDIVIDUAL ABSTAINS FROM DISCUSSION AND VOTING ON TOPICS WHERE A CONFLICT OF INTEREST EXISTS. ALL DIRECTORS, OFFICERS AND EMPLOYEES ARE SUBJECT TO THE HUMAN RESOURCES CODE OF ETHICS TO MAINTAIN THE HIGHEST ETHICAL AND LEGAL STANDARDS OF BUSINESS CONDUCT.																																																	
FORM 990, PART VI, LINE 15A - PROCESS TO ESTABLISH COMPENSATION OF TOP MANAGEMENT OFFICIAL	THE COMPENSATION OF THE CEO AND ALL OF THE OFFICERS IS DETERMINED ANNUALLY BY THE PERSONNEL POLICY COMMITTEE OF THE BOARD OF DIRECTORS. THE CEO IS ROUTINELY EXCUSED AND ABSTAINS FROM DISCUSSION AND/OR VOTING ON ANY MATTERS RELATED TO HIS OWN COMPENSATION AND BENEFITS. THE PERSONNEL POLICY COMMITTEE'S REPORT IS SUBMITTED TO THE BOARD OF DIRECTORS FOR APPROVAL. THE DECISIONS ARE DOCUMENTED IN THE BOARD MINUTES. EVERY TWO TO THREE YEARS, AN INDEPENDENT COMPENSATION STUDY IS PERFORMED, LAST COMPENSATION STUDY WAS PERFORMED IN 2022.																																																	
FORM 990, PART VI, LINE 15B - PROCESS TO ESTABLISH COMPENSATION OF OTHER OFFICERS OR KEY EMPLOYEES	THE COMPENSATION OF THE CEO AND ALL OF THE OFFICERS IS DETERMINED ANNUALLY BY THE PERSONNEL POLICY COMMITTEE OF THE BOARD OF DIRECTORS. THE CEO IS ROUTINELY EXCUSED AND ABSTAINS FROM DISCUSSION AND/OR VOTING ON ANY MATTERS RELATED TO HIS OWN COMPENSATION AND BENEFITS. THE PERSONNEL POLICY COMMITTEE'S REPORT IS SUBMITTED TO THE BOARD OF DIRECTORS FOR APPROVAL. THE DECISIONS ARE DOCUMENTED IN THE BOARD MINUTES. EVERY TWO TO THREE YEARS, AN INDEPENDENT COMPENSATION STUDY IS PERFORMED, LAST COMPENSATION STUDY WAS PERFORMED IN 2022.																																																	
FORM 990, PART VI, LINE 19 - REQUIRED DOCUMENTS AVAILABLE TO THE PUBLIC	FEDERAL TAX LAW DOES NOT REQUIRE THAT SUCH DOCUMENTS BE MADE PUBLICLY AVAILABLE. DOCUMENTS ARE AVAILABLE UPON SPECIFIC REQUEST.																																																	
FORM 990, PART VII, SECTION A, LINE 1A - PART VII, SECTION A, QUESTION 1A	(1) DIRECTORS NORMALLY ATTEND 3-4 BOARD MEETINGS AND 3-4 COMMITTEE MEETINGS PER YEAR IN ADDITION TO TELEPHONIC CONFERENCES AND INDIVIDUAL MEETINGS WITH OFFICERS. DIRECTORS DEVOTE AN AVERAGE OF 1-3 HOURS PER WEEK TO THEIR POSITION(S). (2) COMPENSATION LINE INCLUDES COMPENSATION FOR GENERAL COUNSEL SERVICES AND AFFILIATE GROUP RESPONSIBILITIES. INSIDE DIRECTORS ARE NOT ELIGIBLE FOR BOARD COMPENSATION. (3) NON-OPERATING OFFICER POSITION NOT SEPARATELY COMPENSATED.																																																	
FORM 990, PART IX, LINE 11G - OTHER FEES FOR SERVICES	<table><tr><th>(a) Description</th><th>(b) Total Expenses</th><th>(c) Program Service Expenses</th><th>(d) Management and General Expenses</th><th>(e) Fundraising Expenses</th></tr><tr><td>CONSULTING</td><td>384,777</td><td>127,047</td><td>257,730</td><td></td></tr><tr><td>OTHER PROFESSIONAL SERVICES</td><td>568,814</td><td>356,046</td><td>212,768</td><td></td></tr><tr><td>DELTA DENTAL</td><td>12,749</td><td>12,749</td><td></td><td></td></tr><tr><td>TRANSFER PRICING SERVICES</td><td>15,750</td><td>15,750</td><td></td><td></td></tr><tr><td>RECRUITING</td><td>3,275</td><td>3,275</td><td></td><td></td></tr><tr><td>IT SPECIALIZED SERVICES</td><td>2,610,103</td><td>2,797</td><td>2,607,306</td><td></td></tr><tr><td>RETIREMENT ADMINISTRATION</td><td>72,742</td><td></td><td>72,742</td><td></td></tr><tr><td>Total</td><td>3,668,210</td><td>517,664</td><td>3,150,546</td><td>0</td></tr></table>					(a) Description	(b) Total Expenses	(c) Program Service Expenses	(d) Management and General Expenses	(e) Fundraising Expenses	CONSULTING	384,777	127,047	257,730		OTHER PROFESSIONAL SERVICES	568,814	356,046	212,768		DELTA DENTAL	12,749	12,749			TRANSFER PRICING SERVICES	15,750	15,750			RECRUITING	3,275	3,275			IT SPECIALIZED SERVICES	2,610,103	2,797	2,607,306		RETIREMENT ADMINISTRATION	72,742		72,742		Total	3,668,210	517,664	3,150,546	0
(a) Description	(b) Total Expenses	(c) Program Service Expenses	(d) Management and General Expenses	(e) Fundraising Expenses																																														
CONSULTING	384,777	127,047	257,730																																															
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RETIREMENT ADMINISTRATION	72,742		72,742																																															
Total	3,668,210	517,664	3,150,546	0																																														
FORM 990, PART IX, LINE 24C - PART IX, LINE 24C	COSTS ARE CHARGED TO THE APPLICABLE MANAGING AREA AND THEN FURTHER ALLOCATED TO SUPPORTING SERVICES AND PROGRAMS THAT EACH AREA SUPPORTS. COSTS ARE ALLOCATED TO SUPPORTING SERVICES AND PROGRAMS BASED ON ESTIMATES MADE BY MANAGEMENT, TAKING INTO ACCOUNT THE NATURE OF THE EXPENSE AND HOW IT RELATES TO THE FUNCTIONAL AREAS. COSTS ARE TYPICALLY ALLOCATED BASED ON RESOURCES USED OR TIME AND EFFORT.																																																	
FORM 990, PART XI, LINE 9 - OTHER CHANGES IN NET ASSETS OR FUND BALANCES	<table><tr><th>(a) Description</th><th>(b) Amount</th></tr><tr><td>OPERATING FUND CONTRIBUTION TRANSFER TO AEG FROM ASCENDIUM EDUCATION SOLUTIONS, INC.</td><td>100,000,000</td></tr></table>					(a) Description	(b) Amount	OPERATING FUND CONTRIBUTION TRANSFER TO AEG FROM ASCENDIUM EDUCATION SOLUTIONS, INC.	100,000,000																																									
(a) Description	(b) Amount																																																	
OPERATING FUND CONTRIBUTION TRANSFER TO AEG FROM ASCENDIUM EDUCATION SOLUTIONS, INC.	100,000,000																																																	

**SCHEDULE R
(Form 990)**

Department of the Treasury
Internal Revenue Service

Name of the organization

ASCENDIUM EDUCATION GROUP, INC.

Related Organizations and Unrelated Partnerships

Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
Attach to Form 990.

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

OMB No. 1545-0047

2023

**Open to Public
Inspection**

Employer identification number

39-1090394

Part I Identification of Disregarded Entities. Complete if the organization answered "Yes" on Form 990, Part IV, line 33.

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

Part II Identification of Related Tax-Exempt Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related tax-exempt organizations during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
(1) ASCENDIUM EDUCATION SOLUTIONS, INC. (39-1853833) 38 BUTTONWOOD CT, MADISON, WI 53718	GTU STONT LNS	WI	501(C)(3)	10	GROUP	✓	
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Cat. No. 50135Y

Schedule R (Form 990) 2023

Part III **Identification of Related Organizations Taxable as a Partnership.** Complete if the organization answered "Yes" on Form 990, Part IV, line 34, because it had one or more related organizations treated as a partnership during the tax year.

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512–514)	(f) Share of total income	(g) Share of end-of- year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1).....												
(2).....												
(3).....												
(4).....												
(5).....												
(6).....												
(7).....												

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

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(1)(SEE STATEMENT).....									
(2).....									
(3).....									
(4).....									
(5).....									
(6).....									
(7).....									

Schedule R (Form 990) 2023

Part V Transactions With Related Organizations. Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36.**Note:** Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.**1** During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II–IV?

	Yes	No
1a Receipt of (i) interest, (ii) annuities, (iii) royalties, or (iv) rent from a controlled entity		✓
1b Gift, grant, or capital contribution to related organization(s)		✓
1c Gift, grant, or capital contribution from related organization(s)		✓
1d Loans or loan guarantees to or for related organization(s)		✓
1e Loans or loan guarantees by related organization(s)		✓
1f Dividends from related organization(s)		✓
1g Sale of assets to related organization(s)		✓
1h Purchase of assets from related organization(s)		✓
1i Exchange of assets with related organization(s)		✓
1j Lease of facilities, equipment, or other assets to related organization(s)		✓
1k Lease of facilities, equipment, or other assets from related organization(s)		✓
1l Performance of services or membership or fundraising solicitations for related organization(s)	✓	
1m Performance of services or membership or fundraising solicitations by related organization(s)		✓
1n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		✓
1o Sharing of paid employees with related organization(s)		✓
1p Reimbursement paid to related organization(s) for expenses	✓	
1q Reimbursement paid by related organization(s) for expenses	✓	
1r Other transfer of cash or property to related organization(s)		✓
1s Other transfer of cash or property from related organization(s)		✓

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

(a) Name of related organization	(b) Transaction type (a–s)	(c) Amount involved	(d) Method of determining amount involved
(1) ASCENDIUM EDUCATION SOLUTIONS, INC.	L	20,956,539	ACTUAL COST
(2) ASCENDIUM EDUCATION SOLUTIONS, INC.	P	69,187	ACTUAL COST
(3) ASCENDIUM EDUCATION SOLUTIONS, INC.	Q	238,603	ACTUAL COST
(4) NORTHSTAR EDUCATION SERVICES, LLC.	L	1,148,907	ACTUAL COST
(5)			
(6)			

Schedule R (Form 990) 2023

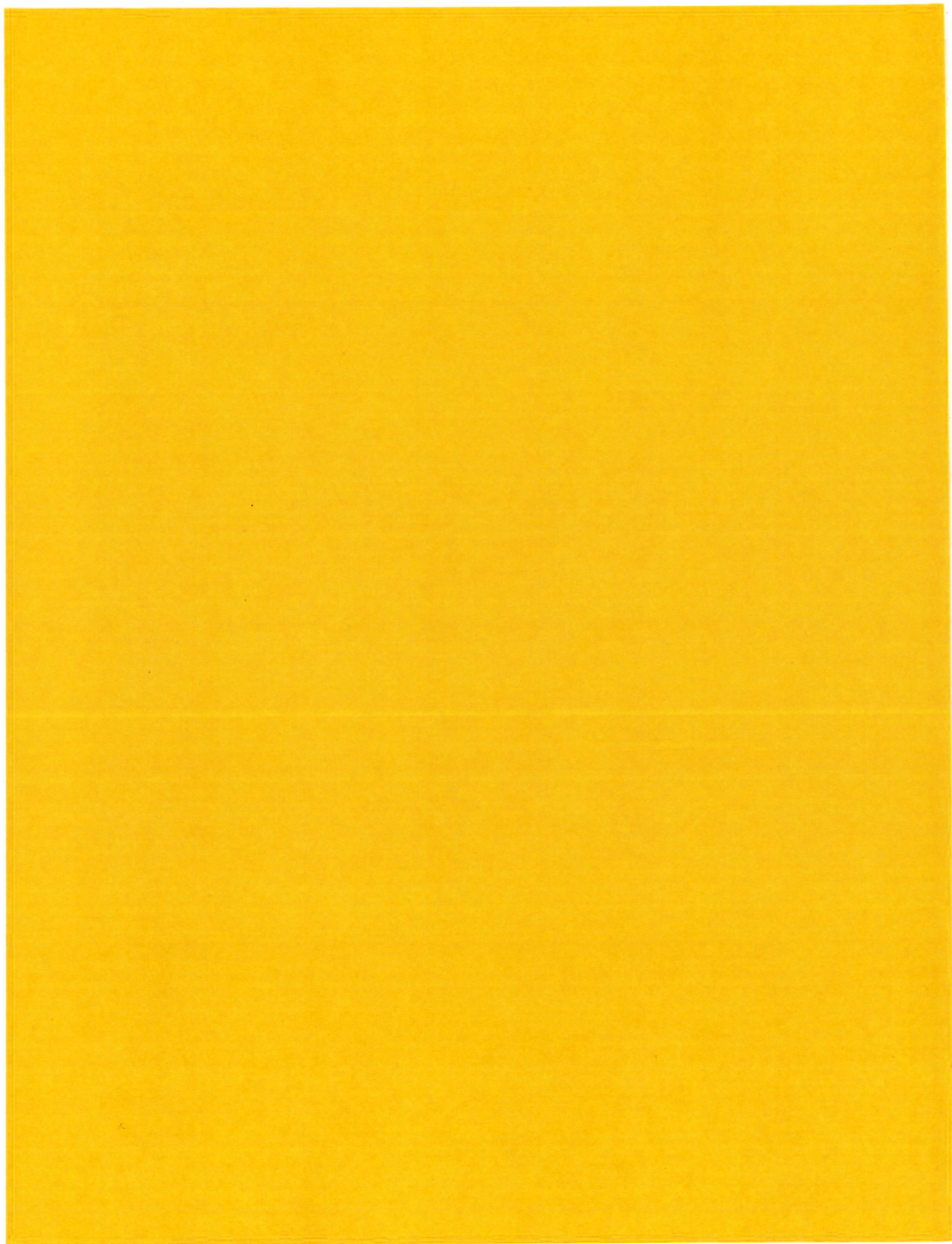
Part VI Unrelated Organizations Taxable as a Partnership. Complete if the organization answered "Yes" on Form 990, Part IV, line 37.

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

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Predominant income (related, unrelated, excluded from tax under sections 512–514)	(e) Are all partners section 501(c)(3) organizations?		(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V—UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
				Yes	No			Yes	No		Yes	No	
(1)													
(2)													
(3)													
(4)													
(5)													
(6)													
(7)													
(8)													
(9)													
(10)													
(11)													
(12)													
(13)													
(14)													
(15)													
(16)													

Schedule R (Form 990) 2023

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (continued)									
(a) Name, address and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C-corp, S-corp or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No
(11) NORTHSTAR EDUCATION SERVICES, LLC (35-2626495) 38 BUTTONWOOD CT, MADISON, WI 53718	SERVICE	WI	GROUP	C CORPORATION	(2,694,865)	3,290,121	100.00	✓	





City of Madison

Office of the City Assessor

Michelle Drea, Esq. City Assessor

City-County Building, Room 101

210 Martin Luther King, Jr. Blvd.

Madison, WI 53703

Phone: (608) 266-4531 | Fax: (608) 266-4257

assessor@cityofmadison.com

cityofmadison.com/assessor

February 10, 2021

Ascendium Education Group Inc
2501 International LN
Madison WI 53704

RE: Certified Survey Map 15485

Dear Property Owner:

Our office has processed CERTIFIED SURVEY MAP #15485. This certified survey is out of parcel numbers 0810-154-0107-9 & 0810-154-0099-8, and part of parcel 0810-153-0202-9 and part of parcel 0810-154-0101-1.

Enclosed is my worksheet showing the new lot numbers, parcel identification numbers, and primary street addresses.

Please note that while this is a one-lot CSM, there are two school districts lying within Lot 1. We cannot create a parcel that spans over multiple school districts. Therefore, the Assessor's office has split the lot along the district boundary lines, creating two parcel numbers.

In order for Lot 3 to have just one parcel number, a Petition to Alter School District Boundaries must be completed and submitted before February 1 of a given year. The petition asks for lands to detach from one school district and to be attached to the other. The City cannot be involved with the process; it is between the owner of the land and the school districts.

There is information available at the Wisconsin Department of Public Instruction website:
<https://dpi.wi.gov/parental-education-options/reorganization/small-territory-owner>.

If you have any questions, I can be reached at dcrary@cityofmadison.com.

Sincerely,

A handwritten signature in black ink that reads "Debra Crary". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Debra Crary
Property Lister

Enclosure

0810-154

2020
CSM #15485

OUT OF PART-OF 0810-154-0101-1 (COMMERCIAL AREA 9913)

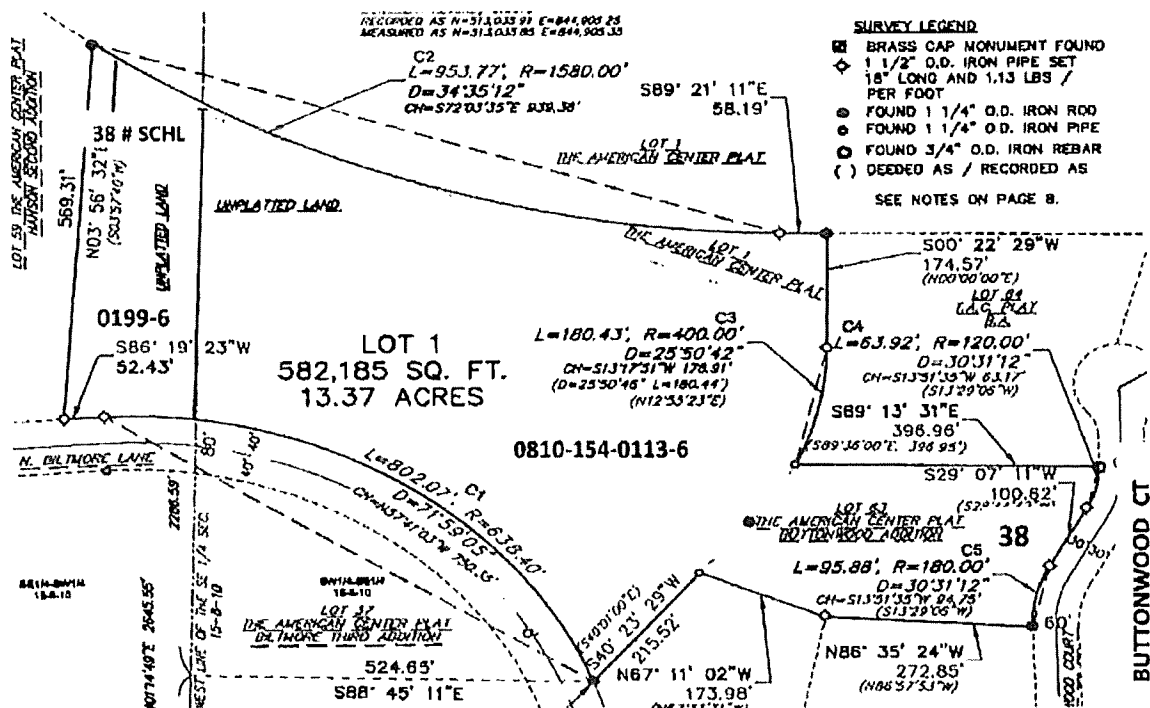
SUN PRAIRIE SCHOOL DIST (0810-154-0101-1, 0107-9 & 0099-8)

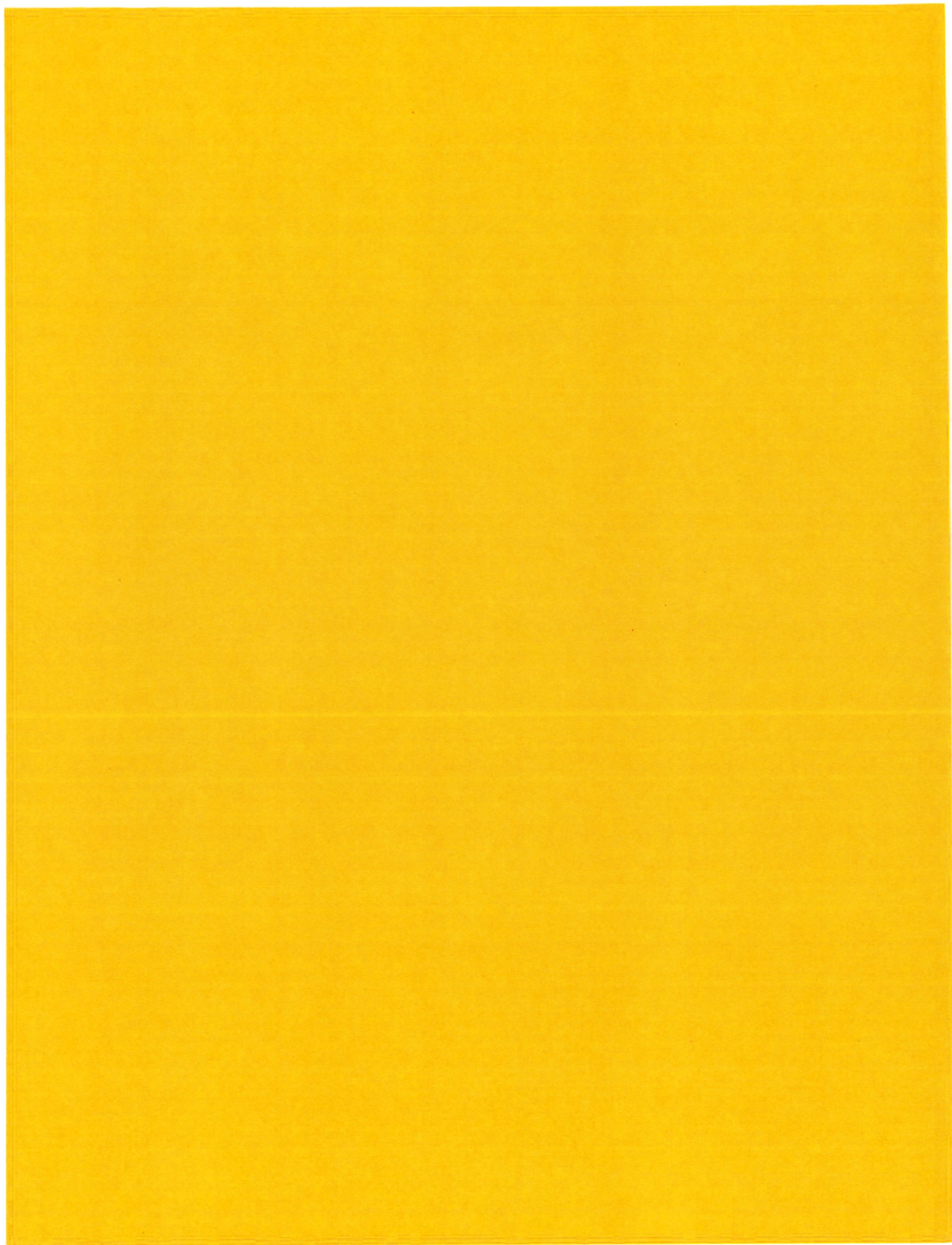
DEFOREST SCHOOL DIST (0810-153-0202-9)

LOT #	PARCEL #	STREET NAME	LOT TYPE	PLAT CODE
1	0810 - 154 - 0113 - 6	38 BUTTONWOOD CT (Sun Prairie School Dist)	LOT	15485
1*	0810 - 154 - 0199 - 6	38 BUTTONWOOD CT # SCHL (DeForest Sch Dist)	LOT	15485

Portion of parcel 0810-153-0202-9 (81,987 sq ft) now part of CSM 15485; Portion of parcel 0810-154-0101-1 (27,871 sq ft) now part of CSM 15485.

Parcel numbers 0810-154-0107-9 & 0810-154-0099-8 are now OBSOLETE.





State Bar of Wisconsin Form 2-2003
WARRANTY DEED

Document Number

Document Name

THIS DEED, made between American Family Mutual Insurance Company, S.I.,
f/k/a American Family Mutual Insurance Company, a Wisconsin Corporation
(“Grantor,” whether one or more),
and Ascendium Education Group, Inc., a Wisconsin Corporation
(“Grantee,” whether one or more).

Grantor, for a valuable consideration, conveys and warrants to Grantee the following described real estate, together with the rents, profits, fixtures and other appurtenant interests, in Dane County, State of Wisconsin (“Property”) (if more space is needed, please attach addendum):

See attached Addendum A for legal description and restriction.

Recording Area

Name and Return Address

Richard D. George
Ascendium Education Group, Inc.
2501 International Lane
Madison, WI 53704

*251-0810-154-0099-8; 251-0810-154-0202-9(part); 251-0810-154-0101-1(part);
251-0810-154-0107-9

* (prior lots)

Parcel Identification Number (PIN)

This is not homestead property.

(#) (is not)

Exceptions to warranties:

Municipal and zoning ordinances and agreements entered under them, recorded easements for the distribution of utility and municipal services, recorded building and use restrictions and covenants, including among others, the Declarations of Protective Covenants and Conditions recorded in Vol. 19688 of Records, pages 1-49, as Document No. 2379020, general taxes levied in the year of closing and all restrictions, limitations and information set forth on the CSM and underlying plat of this lot and any Permitted Exceptions.

Dated SEPTEMBER 17, 2020

American Family Mutual Insurance Company, S.I.

(SEAL) Asya Alex _____ (SEAL)

* _____ * Asya S. Alexandrovich, Chief Legal Officer

(SEAL) L K P _____ (SEAL)

* _____ * Lauren K. Powell, Assistant Secretary

AUTHENTICATION

ACKNOWLEDGMENT

Signature(s) _____

STATE OF WISCONSIN)

authenticated on _____

DANE) ss. COUNTY)

* _____
TITLE: MEMBER STATE BAR OF WISCONSIN
(If not, _____
authorized by Wis. Stat. § 706.06)

Personally came before me on SEPT 17 2020,
the above-named Asya S. Alexandrovich and Lauren K.
Powell officers of the above-named corporation
to me known to be the person(s) who executed the foregoing
instrument and acknowledged the same.

THIS INSTRUMENT DRAFTED BY:

Attorney Lori J. Bochniak
6000 American Parkway, Madison, WI 53783-0001

Lori J. Bochniak
Notary Public, State of Wisconsin
My Commission (is permanent) (expires: _____)

(Signatures may be authenticated or acknowledged. Both are not necessary.)

NOTE: THIS IS A STANDARD FORM. ANY MODIFICATIONS TO THIS FORM SHOULD BE CLEARLY IDENTIFIED.

WARRANTY DEED

© 2003 STATE BAR OF WISCONSIN

FORM NO. 2-2003

* Type name below signatures.

Addendum to Warranty Deed

(Prior PN's)

251-0810-154-0099-8; 251-0810-154-0202-9(part); 251-0810-154-0101-1(part); 251-0810-154-0107-9

Lot One (1) of Certified Survey Map No. 15485, recorded in the office of the Register of Deeds for Dane County, Wisconsin in Volume 111 of Certified Survey Maps, Pages 243-252, as Document No. 5634354, in the City of Madison, Dane County, Wisconsin.

Identified property is subject to a perpetual restriction that the maximum elevation for any building constructed on the property and any mechanicals, screening, antennae or any other extension or projection that may be placed on such buildings shall not to exceed 995 feet above sea level.



City of Madison

Office of the City Assessor

Michelle Drea, Esq. City Assessor

City-County Building, Room 101

210 Martin Luther King, Jr. Blvd.

Madison, WI 53703

Phone: (608) 266-4531 | Fax: (608) 266-4257

assessor@cityofmadison.com

cityofmadison.com/assessor

November 14, 2025

Ascendium Education Group, Inc.

Attn: Rebecca Rapp

38 Buttonwood Court

Madison, Wisconsin 53718



Ms. Rapp,

The Office of the City Assessor is in receipt of above-mentioned corporation's application for property tax exemption for 2025. I am denying the application for the following reasons.

The application seeks exemption as a benevolent association pursuant to Wis. Stat. § 70.11(4)(a) however, that paragraph also contains a carve out preclusion. Specifically, Wis Stat. 70.11(4)(a) prohibits exemption "property owned by any nonstock, nonprofit corporation which services guaranteed student loans for others or on its own account," The application for exemption has not clearly demonstrated that the organization is not precluded from exemption based on its activities.

Notwithstanding or in any way conceding the carveout preclusion, the City will also provide an explanation regarding Wis.Stat. § 70.11(4)(a)(1) for a benevolent association. Under Wisconsin law, real property is presumptively taxable. See [WIS. STAT. § 70.109](#); see also [Trustees of Indiana Univ. v. Town of Rhine, 170 Wis.2d 293, 299, 488 N.W.2d 128 \(Ct.App.1992\)](#). Certain property, however, is exempted from tax by statute. Because tax exemption statutes "are matters of legislative grace," *Id.*, they are to be "strictly construed in every instance with a presumption that the property in question is taxable, and the burden of proof is on the person who claims the exemption." [Section 70.109](#); see also [Deutsches Land, Inc. v. City of Glendale, 225 Wis.2d 70, 80-81, 591 N.W.2d 583 \(1999\)](#).

This presumption in favor of taxability is motivated by "the public interest to stem the erosion of municipal tax bases." [International Found. of Employee Benefit Plans, Inc. v. City of Brookfield, 95 Wis.2d 444, 454, 290 N.W.2d 720 \(Ct.App.1980\)](#), *aff'd*, [100 Wis.2d 66, 301 N.W.2d 175 \(1981\)](#). As explained in *International Foundation*,

[t]he more exceptions allowed, the more inequitable becomes the apportionment of the tax burden. The continuous removal of real property from taxation thus imposes a particular hardship upon local government and the citizen taxpayer.

Accordingly, the legislature mandated that only certain institutions are relieved of their normal tax load. See generally [WIS. STAT. § 70.11].... The legislature has recognized that some organizations actually serve a public rather than a private purpose and should

be relieved of their tax burden.

Put another way, specific and limited property tax exemptions are based on a theory of mutual consideration: the public relieves an organization of its property tax burden when it provides a public benefit. See *Id. at 455, 290 N.W.2d 720* (noting that, generally, organizations are relieved of their tax burden when they “provide a benefit to the taxpaying community”).

To be relieved of its property tax burden for the property in question, Ascendium “ ‘has the burden of showing the property is clearly within the terms’ ” of one of the exemptions it asserts. *Pulsfus Poultry Farms, Inc. v. Town of Leeds, 149 Wis.2d 797, 811, 440 N.W.2d 329 (1989)*.

To qualify as a benevolent association pursuant to Wis. Stat. § 70.11(4)1, an organization must show three facts: (1) that it is a benevolent organization, (2) that it owns and exclusively uses the property and (3) that it uses the property for exempt purposes. *Deutsches Land, Inc. v. City of Glendale, 225 Wis.2d 70, 80–81, 591 N.W.2d 583 (1999)*.

The Wisconsin Property Assessment Manual provides guidance on Benevolent Associations in Chapter 20-15, which provides in relevant part:

“...A mission statement of benevolence is not adequate proof that the association is a benevolent association. The assessor must look beyond the stated purpose of the organization to determine whether its activities are truly benevolent. The assessor should obtain a list of the services provided by the benevolent association. An organization claiming to be benevolent must show that it does benevolent activities and how those activities benefit society.

This does not necessarily mean that the activity benefits everyone directly. It means that because the organization provides this service, activity or benefit, society as a whole is a better place. This included providing services that would otherwise have to be provided at government expense and services that make people less dependent on government care. It also includes activities that make people better members of society by improving their social, physical , or mental condition.

In M.E. Baraca Club v. City of Madison, 167 Wis. 207, the court ruled that an organization whose benevolent activities consisted of securing positions for a few young men and furnishing a small number of free meals, is not a “benevolent association” whose property is exempt from taxation. It is not necessary that an organization be charitable to be benevolent. An organization does not have to provide its services for free or at a reduced cost to be benevolent. Providing charity is an activity that may help

¹ 2009 Wis. Act 28 renumbered exemption for benevolent association to Wis. Stat. § 70.11(4)(a)(1)

demonstrate the benevolence of an organization, however it is not a requirement for being considered a benevolent association."

Ascendium asserts the following list of services satisfy the benevolence requirement:

- Federal Fiduciary and Student Loan Guarantor
- Project Success
- Attigo
- Wisconsin Student Loan Help Hotline
- Loan Repayment and Social Listening

These services are provided to ensure that loans are serviced effectively, specifically, to prevent borrowers from defaulting on loans. This is providing efficient outreach to ensure that Ascendium Education Solutions, Inc. fulfills **their** fiduciary duties as required by federal law, this is not benevolence services offered to society.

Furthermore, none of these services listed as benevolent activities are offered by Ascendium Education Group Inc. (the owner of the subject property) but rather its subsidiaries which include the for-profit entity North Star Education Services, Inc. (check this is the current name, I am always confused) Wisconsin law requires the property be owned and exclusively used for benevolent purposes. Your application fails to detail the actual use of the property. See [Deutsches Land](#). Your request fails to establish how the subject property owned by Ascendium Education Group Inc. exclusively uses the property for benevolent or exempt purposes.

Additionally, in Wisconsin a benevolent association must be completely free from the fact or even possibility of profits accruing to its founders, officers, directors or members. [Milwaukee Protestant Home for the Aged v. City of Milwaukee](#), 41 Wis.2d 284, 294, 164 N.W. 289 (1969). Ascendium's "Eighth Amended and Restated Bylaws of Ascendium Education Group, Inc." allow for a potential pecuniary profit issue based on investment income. Under Article III, Section 15 (f) Investment Committee, an Investment Committee is created composed of three Directors elected by the Board of the Corporation. Further, in Article V Section 5. Sales of Securities, the Board of Directors is provided broad authority to sell, assign, pledge or hypothecate any and all shares of stock, bonds or securities, owned or held by Ascendium without limitation. Finally, in tax year 2020, Ascendium's Investment Income (IRS Form 990 – Line 10) was \$30,305,069. And, Ascendium paid \$2,410,080 in investment management fees (Part IX Statement of Functional Expenses – Line 11 (f)). It appears that the total amount of investment assets is \$1,427,560,393 as demonstrated on lines 11 – 13 in Part X Balance Sheet of Form 990. At a minimum, the possibility of pecuniary gain exists with the aforementioned facts.

Based on the reasons stated above, your request for exemption for the subject property is denied.