

Return of Organization Exempt From Income Tax

OMB No. 1545-0047

2018**Open to Public Inspection**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.

A For the 2018 calendar year, or tax year beginning July 1 , 2018, and ending June 30 , 2019																													
B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Final return/terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="2">C Name of organization Ducks Unlimited, Inc and Affiliates Proforma</td> <td>D Employer identification number 13 - 5643799</td> </tr> <tr> <td colspan="2">Doing business as</td> <td rowspan="3">E Telephone number 901 - 758-3825</td> </tr> <tr> <td>Number and street (or P.O. box if mail is not delivered to street address)</td> <td>Room/suite</td> </tr> <tr> <td colspan="2">1 Waterfowl Way</td> </tr> <tr> <td colspan="2">City or town, state or province, country, and ZIP or foreign postal code Memphis, TN 38120</td> <td>G Gross receipts \$ 357,556,830</td> </tr> <tr> <td colspan="3"> F Name and address of principal officer: Earl Grochau 1 Waterfowl Way, Memphis, TN 38120 </td> </tr> <tr> <td colspan="3"> I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527 </td> </tr> <tr> <td colspan="3"> J Website: ▶ ducks.org </td> </tr> <tr> <td colspan="2"> K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶ </td> <td> H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶ </td> </tr> <tr> <td colspan="2">L Year of formation: 1937</td> <td>M State of legal domicile: DC</td> </tr> </table>	C Name of organization Ducks Unlimited, Inc and Affiliates Proforma		D Employer identification number 13 - 5643799	Doing business as		E Telephone number 901 - 758-3825	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	1 Waterfowl Way		City or town, state or province, country, and ZIP or foreign postal code Memphis, TN 38120		G Gross receipts \$ 357,556,830	F Name and address of principal officer: Earl Grochau 1 Waterfowl Way, Memphis, TN 38120			I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			J Website: ▶ ducks.org			K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶	L Year of formation: 1937		M State of legal domicile: DC
C Name of organization Ducks Unlimited, Inc and Affiliates Proforma		D Employer identification number 13 - 5643799																											
Doing business as		E Telephone number 901 - 758-3825																											
Number and street (or P.O. box if mail is not delivered to street address)	Room/suite																												
1 Waterfowl Way																													
City or town, state or province, country, and ZIP or foreign postal code Memphis, TN 38120		G Gross receipts \$ 357,556,830																											
F Name and address of principal officer: Earl Grochau 1 Waterfowl Way, Memphis, TN 38120																													
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527																													
J Website: ▶ ducks.org																													
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶																											
L Year of formation: 1937		M State of legal domicile: DC																											

Part I Summary			
Activities & Governance	1	Briefly describe the organization's mission or most significant activities: Ducks Unlimited, Inc. conserves, restores, and manages wetlands and associated habitats for North America's waterfowl. These habitats also benefit other wildlife and people.	
	2	Check this box <input type="checkbox"/> 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 0
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4 0
	5	Total number of individuals employed in calendar year 2018 (Part V, line 2a)	5 659
	6	Total number of volunteers (estimate if necessary)	6 59,000
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a 2,610,913
b	Net unrelated business taxable income from Form 990-T, line 38	7b 25,306	
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 180,299,558 Current Year 199,775,761
	9	Program service revenue (Part VIII, line 2g)	5,777,409 6,288,001
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	2,781,004 4,647,338
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	22,965,723 25,312,325
	12	Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)	211,823,694 236,023,425
	13	Grants and similar amounts paid (Part IX, column (A), lines 1–3)	12,879,745 13,797,321
	14	Benefits paid to or for members (Part IX, column (A), line 4)	0 0
Expenses	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5–10)	63,316,413 66,570,460
	16a	Professional fundraising fees (Part IX, column (A), line 11e)	376,012 380,794
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 33,208,589	
	17	Other expenses (Part IX, column (A), lines 11a–11d, 11f–24e)	126,915,736 144,798,575
	18	Total expenses. Add lines 13–17 (must equal Part IX, column (A), line 25)	203,487,906 225,547,150
	19	Revenue less expenses. Subtract line 18 from line 12	8,335,788 10,476,275
	Net Assets or Fund Balances	20	Total assets (Part X, line 16)
21		Total liabilities (Part X, line 26)	48,396,964 55,766,596
22		Net assets or fund balances. Subtract line 21 from line 20	239,230,873 250,188,563

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 Earl H. Grochau CFO/CAO	Date		
		Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			-
	Firm's address ▶	Phone no. ▶			-

May the IRS discuss this return with the preparer shown above? (see instructions) ☐ Yes ☐ No

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 214,897				
	b	Membership dues	1b 21,984,270				
	c	Fundraising events	1c 27,354,060				
	d	Related organizations	1d 733,643				
	e	Government grants (contributions)	1e 84,454,022				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f 65,034,869				
	g	Noncash contributions included in lines 1a-1f: \$	50,896,813				
	h	Total. Add lines 1a-1f ▶	199,775,761				
Program Service Revenue	2a	<u>Contract fees</u>	<u>Business Code</u> 541900	6,288,001	6,288,001		
	b						
	c						
	d						
	e						
	f	All other program service revenue .					
	g	Total. Add lines 2a-2f ▶	6,288,001				
	Other Revenue	3	Investment income (including dividends, interest, and other similar amounts) ▶		1,914,651		28,006
4		Income from investment of tax-exempt bond proceeds ▶					
5		Royalties ▶		2,276,713			2,276,713
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				
			51,100,613 8,521,058				
b		Less: cost or other basis and sales expenses		47,343,675 9,545,309			
c		Gain or (loss)		3,756,938 (1,024,251)			
d		Net gain or (loss) ▶		2,732,687 (1,080,393)			3,813,080
8a		Gross income from fundraising events (not including \$ <u>27,354,060</u> of contributions reported on line 1c). See Part IV, line 18	a 37,328,085				
b		Less: direct expenses	b 35,296,879				
c		Net income or (loss) from fundraising events . . ▶		2,031,206			2,031,206
9a		Gross income from gaming activities. See Part IV, line 19	a 47,769,041				
b		Less: direct expenses	b 29,347,542				
c		Net income or (loss) from gaming activities . . ▶		18,421,499			18,421,499
10a	Gross sales of inventory, less returns and allowances	a					
b	Less: cost of goods sold	b					
c	Net income or (loss) from sales of inventory . . ▶						
Miscellaneous Revenue			Business Code				
11a	<u>Advertising</u>	511120	2,582,907		2,582,907		
b	<u>Miscellaneous Revenue</u>	451211	0				
c							
d	All other revenue						
e	Total. Add lines 11a-11d ▶		2,582,907				
12	Total revenue. See instructions ▶		236,023,425	5,207,608	2,610,913	28,429,143	

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	733,643	733,643		
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	13,063,678	13,063,678		
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	3,393,655	1,152,646	1,905,526	335,483
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	47,299,938	32,246,517	2,627,444	12,425,977
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	4,369,342	3,035,992	182,587	1,150,763
9 Other employee benefits	7,517,562	5,285,348	406,388	1,825,826
10 Payroll taxes	3,989,963	2,679,092	295,425	1,015,446
11 Fees for services (non-employees):				
a Management				
b Legal	47,047	2,377	5,308	39,362
c Accounting	243,882		243,882	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	380,794			380,794
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	4,145,528	2,056,313	166,377	1,922,838
12 Advertising and promotion	824,588	250,299		574,289
13 Office expenses	4,117,491	2,190,890	248,584	1,678,017
14 Information technology	4,054,482	2,431,769	787,462	835,251
15 Royalties				
16 Occupancy	2,786,300	2,116,684	160,124	509,492
17 Travel	5,250,371	2,223,603	285,940	2,740,828
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	668,826	593,948	74,181	697
20 Interest	288,691	271,636	17,055	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	3,031,382	2,649,837	299,696	81,849
23 Insurance	782,373	463,049	91,642	227,682
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>Habitat Development</u>	74,919,044	74,919,044		
b <u>Postage and Shipping</u>	4,322,525	2,280,610	26,511	2,015,404
c <u>Premiums</u>	3,607,161			3,607,161
d <u>Conservation Easements</u>	31,656,126	31,656,126		
e All other expenses <u>Printing and Other</u>	4,052,758	2,164,437	46,891	1,841,430
25 Total functional expenses. Add lines 1 through 24e	225,547,150	184,467,538	7,871,023	33,208,589
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 <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720)	22,191,000	9,946,000		12,245,000

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	13,254,936	1	1,682,851
	2 Savings and temporary cash investments	36,943,587	2	61,252,855
	3 Pledges and grants receivable, net	72,257,037	3	64,918,230
	4 Accounts receivable, net	1,240,649	4	1,019,292
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use	3,203,947	8	4,266,462
	9 Prepaid expenses and deferred charges	2,696,438	9	5,667,258
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 114,182,757		
	b Less: accumulated depreciation	10b 28,906,828	10c	85,275,929
	11 Investments—publicly traded securities	77,957,239	11	75,753,451
	12 Investments—other securities. See Part IV, line 11		12	
	13 Investments—program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	5,999,328	15	6,118,831
16 Total assets. Add lines 1 through 15 (must equal line 34)	287,627,837	16	305,955,159	
Liabilities	17 Accounts payable and accrued expenses	15,847,837	17	20,892,402
	18 Grants payable		18	
	19 Deferred revenue	9,535,085	19	11,095,929
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties	7,670,528	23	8,385,000
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17–24). Complete Part X of Schedule D	15,343,514	25	15,393,265
	26 Total liabilities. Add lines 17 through 25	48,396,964	26	55,766,596
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	81,581,931	27	86,437,259
	28 Temporarily restricted net assets	123,025,527	28	128,689,498
	29 Permanently restricted net assets	34,623,415	29	35,061,806
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances	239,230,873	33	250,188,563
34 Total liabilities and net assets/fund balances	287,627,837	34	305,955,159	