

Return of Organization Exempt From Income Tax

2017

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

Department of the Treasury
Internal Revenue Service

A For the **2017** calendar year, or tax year beginning **07/01, 2017**, and ending **06/30, 2018**

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 return <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization BROOKLYN BOTANIC GARDEN CORPORATION			D Employer identification number 11-2417338	
	Doing business as			E Telephone number (718) 623-7222	
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1000 WASHINGTON AVENUE			G Gross receipts \$ 33,390,621.	
	City or town, state or province, country, and ZIP or foreign postal code BROOKLYN, NY 11225-1008			H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No <small>If "No," attach a list. (see instructions)</small>	
F Name and address of principal officer: SCOT MEDBURY, PRESIDENT 1000 WASHINGTON AVENUE, BROOKLYN, NY 11225-1008					
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: ▶ WWW.BBG.ORG					
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶					
L Year of formation: 1977 M State of legal domicile: NY					

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: <u>SEE SCHEDULE O.</u>			
	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)	34.	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	34.	
	5	Total number of individuals employed in calendar year 2017 (Part V, line 2a)	433.	
	6	Total number of volunteers (estimate if necessary)	650.	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	0.	
7b	Net unrelated business taxable income from Form 990-T, line 34	39,726.		
Revenue	8	Contributions and grants (Part VIII, line 1h)	14,177,729.	15,056,012.
	9	Program service revenue (Part VIII, line 2g)	3,843,500.	4,347,556.
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	4,050,525.	1,168,377.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	1,621,018.	1,756,105.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	23,692,772.	22,328,050.
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	0.
14		Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15		Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	16,278,884.	16,634,350.
16a		Professional fundraising fees (Part IX, column (A), line 11e)	73,500.	64,500.
16b		Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,423,605.		
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	6,089,577.	6,512,003.
18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	22,441,961.	23,210,853.	
19	Revenue less expenses. Subtract line 18 from line 12	1,250,811.	-882,803.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	97,014,082.	107,857,087.
	21	Total liabilities (Part X, line 26)	16,128,403.	22,659,711.
	22	Net assets or fund balances. Subtract line 21 from line 20	80,885,679.	85,197,376.

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			Date	4/25/19
	Type or print name and title SCOT MEDBURY, PRESIDENT			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed PTIN
	JAMES J. REILLY		APR 19 2019	<input type="checkbox"/> P00183769
	Firm's name ▶ CONDON O'MEARA MCGINTY & DONNELLY L	Firm's EIN ▶ 13-3628255	Phone no. 212-661-7777	

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

For Paperwork Reduction Act Notice, see the separate instructions.

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: SEE SCHEDULE O.

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 [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

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 \$ 5,021,227. including grants of \$) (Revenue \$) HORTICULTURE: SEE SCHEDULE O

4b (Code:) (Expenses \$ 4,500,514. including grants of \$) (Revenue \$) MAINTENANCE: SEE SCHEDULE O

4c (Code:) (Expenses \$ 3,862,549. including grants of \$) (Revenue \$ 604,114.) EDUCATION AND OUTREACH PROGRAMS: SEE SCHEDULE O

4d Other program services (Describe in Schedule O.) (Expenses \$ 5,944,792. including grants of \$) (Revenue \$ 3,743,442.)

4e Total program service expenses 19,329,082.

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.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
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.		X
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.		X
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 Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.		X
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.		X
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.		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.	X	
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.		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.	X	
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.	X	
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.		X
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.		X
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.		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.	X	
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.		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII.	X	
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.		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		X
14a Did the organization maintain an office, employees, or agents outside of the United States?.		X
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.		X
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.		X
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.		X
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).	X	
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.	X	
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.		X

Part IV Checklist of Required Schedules (continued)

		Yes	No
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H.</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		
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? <i>If "Yes," complete Schedule I, Parts I and II.</i>		X
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? <i>If "Yes," complete Schedule I, Parts I and III.</i>		X
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? <i>If "Yes," complete Schedule J.</i>	X	
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? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a.</i>		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
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?		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
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? <i>If "Yes," complete Schedule L, Part I.</i>		X
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? <i>If "Yes," complete Schedule L, Part I.</i>		X
26	Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? <i>If "Yes," complete Schedule L, Part II.</i>		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III.</i>		X
28	Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a	A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
b	A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV.</i>		X
c	An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV.</i>		X
29	Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M.</i>	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M.</i>		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I.</i>		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II.</i>		X
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? <i>If "Yes," complete Schedule R, Part I.</i>		X
34	Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1.</i>		X
35a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
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)? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		
36	Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2.</i>		X
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? <i>If "Yes," complete Schedule R, Part VI.</i>		X
38	Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O.	X	

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

Table with columns for question number, question text, and Yes/No response boxes. Includes questions 1a-1c, 2a-2b, 3a-3b, 4a-4b, 5a-5c, 6a-6b, 7a-7h, 8, 9a-9b, 10a-10b, 11a-11b, 12a-12b, 13a-13c, and 14a-14b.

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 in 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

Table with 3 columns: Question, Yes, No. Rows include 1a (34), 1b (34), 2, 3, 4, 5, 6, 7a, 7b, 8a, 8b, 9.

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

Table with 3 columns: Question, Yes, No. Rows include 10a, 10b, 11a, 11b, 12a, 12b, 12c, 13, 14, 15a, 15b, 16a, 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NEW YORK
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 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.
19 Describe in 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: DOROTA RASHID 1000 WASHINGTON AVENUE, BROOKLYN, NY 11225 718-623-7222

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

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

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

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

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)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(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)DIANE H. STEINBERG BOARD CHAIR	5.00 0.	X	X				0.	0.	0.	
(2)SUZANNE T. MARQUARD VICE CHAIR	5.00 0.	X	X				0.	0.	0.	
(3)JONATHAN M. WELD VICE CHAIR	5.00 0.	X	X				0.	0.	0.	
(4)LLOYD METZ VICE CHAIR	5.00 0.	X	X				0.	0.	0.	
(5)MARTHA MAST WATTS TREASURER	5.00 0.	X	X				0.	0.	0.	
(6)ELIZABETH GILE SECRETARY	5.00 0.	X	X				0.	0.	0.	
(7)EARL D. WEINER TRUSTEE	5.00 0.	X					0.	0.	0.	
(8)RICHARD W. HULBERT TRUSTEE	5.00 0.	X					0.	0.	0.	
(9)SCOTT FOUSHEE TRUSTEE	5.00 0.	X					0.	0.	0.	
(10)SUSAN LEITNER TRUSTEE	5.00 0.	X					0.	0.	0.	
(11)LISA DONNESON TRUSTEE	5.00 0.	X					0.	0.	0.	
(12)BEVIN CLINE TRUSTEE	5.00 0.	X					0.	0.	0.	
(13)DONALD A. GOLDSMITH TRUSTEE	5.00 0.	X					0.	0.	0.	
(14)KATHRYN MATTIS TRUSTEE	5.00 0.	X					0.	0.	0.	

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)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(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) MICHAEL RUIZ ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
16) JEB STUART ARMSTRONG ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
17) DONALD REED ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
18) JENNIFER ROGG EISENSTADT ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
19) JUDITH STEINHARDT ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
20) ALTHEA L. DUERSTEN ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
21) ELLEN PETERSEN ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
22) MICHAEL ROSENTHAL ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
23) EMILY LUNGSTRUM ----- FORMER TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
24) RYAN O'CONNELL ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
25) DANA DIRICKSON ----- TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
1b Sub-total								0.	0.	0.
c Total from continuation sheets to Part VII, Section A								1,419,710.	0.	91,458.
d Total (add lines 1b and 1c)								1,419,710.	0.	91,458.

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 **8**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
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	X	
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		X

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
ATTACHMENT 1		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization **3**

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)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(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			
26) PRISCILLA NEWBURY ----- TRUSTEE	5.00 0.	X						0.	0.	0.
27) MARSHALL MILLER ----- TRUSTEE	5.00 0.	X						0.	0.	0.
28) KRISTYNA HOUSER ----- TRUSTEE	5.00 0.	X						0.	0.	0.
29) JOHN E. OSNATO ----- TRUSTEE	5.00 0.	X						0.	0.	0.
30) ROBERT W. WHITEFORD ----- TRUSTEE	5.00 0.	X						0.	0.	0.
31) SERGE VATEL ----- TRUSTEE	5.00 0.	X						0.	0.	0.
32) KIMIKO LUPFER ----- TRUSTEE	5.00 0.	X						0.	0.	0.
33) FREDERICK BLAND ----- TRUSTEE	5.00 0.	X						0.	0.	0.
34) COURTNEY BROADWATER ----- TRUSTEE	5.00 0.	X						0.	0.	0.
35) ROBERT SCHIMMENTI ----- FORMER TRUSTEE	5.00 0.	X						0.	0.	0.
36) LOUISA CLARK SPENCER ----- FORMER TRUSTEE	5.00 0.	X						0.	0.	0.
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 **▶ 8**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
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? <i>If "Yes," complete Schedule J for such individual</i>	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

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

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

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)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(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			
37) T. DENNIS SULLIVAN ----- FORMER TRUSTEE	5.00 ----- 0.	X						0.	0.	0.
38) JOHN KIM ----- TRUSTEE	3.00 ----- 0.	X						0.	0.	0.
39) SCOT MEDBURY ----- PRESIDENT	40.00 ----- 0.			X				437,394.	0.	22,152.
40) DOROTA RASHID ----- CFO/VP OF FINANCE	40.00 ----- 0.			X				182,402.	0.	21,895.
41) LESLIE FINDLEN ----- SR. V.P. OF INST. ADVANCEMENT	40.00 ----- 0.					X		260,332.	0.	8,537.
42) JULIE LANG ----- MAN. DIR. OF DONOR ENGAGEMENT	40.00 ----- 0.					X		135,392.	0.	8,537.
43) TRACEY FAIRELAND ----- VP OF PLAN, DESIGN & CONST	40.00 ----- 0.					X		138,190.	0.	8,537.
44) MELANIE SIFTON ----- FMR. VP HORTICULTURE & FAC.	40.00 ----- 0.					X		134,120.	0.	21,800.
45) SONAL BHATT ----- V.P. OF EDUCATION	40.00 ----- 0.					X		131,880.	0.	0.
-----	-----									
-----	-----									
1b Sub-total										
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)										

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 ► 8

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
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	X	
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		X

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

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ►

Part VIII Statement of Revenue

Check 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	2,010,474.				
	c Fundraising events	1c	1,049,784.				
	d Related organizations	1d					
	e Government grants (contributions)	1e	6,325,199.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f	5,670,555.				
	g Noncash contributions included in lines 1a-1f: \$		189,240.				
	h Total. Add lines 1a-1f			15,056,012.			
Program Service Revenue		Business Code					
	2a <u>ADMISSIONS</u>	900099	3,743,442.	3,743,442.			
	b <u>EDUCATIONAL PROGRAMS</u>	900099	604,114.	604,114.			
	c						
	d						
	e						
	f All other program service revenue						
g Total. Add lines 2a-2f			4,347,556.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts).		1,146,197.			1,146,197.	
	4 Income from investment of tax-exempt bond proceeds		0.				
	5 Royalties		0.				
	6a Gross rents	(i) Real	1,610,667.				
		(ii) Personal					
	b Less: rental expenses						
	c Rental income or (loss)		1,610,667.				
	d Net rental income or (loss)			1,610,667.		1,610,667.	
	7a Gross amount from sales of assets other than inventory	(i) Securities	10,521,596.				
		(ii) Other					
	b Less: cost or other basis and sales expenses		10,499,416.				
	c Gain or (loss)		22,180.				
	d Net gain or (loss)			22,180.		22,180.	
8a Gross income from fundraising events (not including \$ <u>1,049,784.</u> of contributions reported on line 1c). See Part IV, line 18	a	270,830.					
	b Less: direct expenses	b	503,294.				
	c Net income or (loss) from fundraising events			-232,464.		-232,464.	
9a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses	b					
	c Net income or (loss) from gaming activities			0.			
10a Gross sales of inventory, less returns and allowances	a	254,320.					
	b Less: cost of goods sold	b	59,861.				
	c Net income or (loss) from sales of inventory			194,459.			
Miscellaneous Revenue		Business Code					
11a <u>SPECIAL FEES - OTHER</u>		900099	183,443.	183,443.			
	b						
	c						
	d All other revenue						
e Total. Add lines 11a-11d			183,443.				
12 Total revenue. See instructions.			22,328,050.	4,530,999.		2,546,580.	

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	0.			
2 Grants and other assistance to domestic individuals. See Part IV, line 22	0.			
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16	0.			
4 Benefits paid to or for members	0.			
5 Compensation of current officers, directors, trustees, and key employees	618,170.	502,850.	75,225.	40,095.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	0.			
7 Other salaries and wages	10,942,503.	8,919,399.	1,227,979.	795,125.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	1,120,669.	911,609.	136,371.	72,689.
9 Other employee benefits	3,067,944.	2,495,622.	373,328.	198,994.
10 Payroll taxes	885,064.	719,956.	107,701.	57,407.
11 Fees for services (non-employees):				
a Management	0.			
b Legal	69,075.		69,075.	
c Accounting	60,685.		55,685.	5,000.
d Lobbying	0.			
e Professional fundraising services. See Part IV, line 17.	64,500.			64,500.
f Investment management fees	126,889.		126,889.	
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	1,311,250.	963,731.	277,369.	70,150.
12 Advertising and promotion	178,954.	153,991.	24,434.	529.
13 Office expenses	332,289.	298,415.	46,336.	-12,462.
14 Information technology	0.			
15 Royalties	0.			
16 Occupancy	660,674.	647,734.	9,128.	3,812.
17 Travel	247,058.	147,460.	53,964.	45,634.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials	0.			
19 Conferences, conventions, and meetings	0.			
20 Interest	0.			
21 Payments to affiliates	0.			
22 Depreciation, depletion, and amortization	2,018,343.	1,736,595.	281,748.	
23 Insurance	296,455.	228,511.	42,340.	25,604.
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 SUPPLIES & MATERIALS	659,733.	614,714.	31,825.	13,194.
b EQUIPMENT	278,358.	217,581.	58,870.	1,907.
c REPAIRS	225,940.	222,537.	3,403.	
d BOOKS & PERIODICALS	46,300.	43,885.	749.	1,666.
e All other expenses		504,492.	-544,253.	39,761.
25 Total functional expenses. Add lines 1 through 24e	23,210,853.	19,329,082.	2,458,166.	1,423,605.
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 type="checkbox"/> if following SOP 98-2 (ASC 958-720)	0.			

Part X Balance Sheet

Check 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	6,579,856.	1	6,106,118.
	2 Savings and temporary cash investments	2,447,299.	2	7,110,173.
	3 Pledges and grants receivable, net	1,892,913.	3	611,108.
	4 Accounts receivable, net	1,237,300.	4	5,020,386.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0.	5	0.
	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	0.	6	0.
	7 Notes and loans receivable, net	0.	7	0.
	8 Inventories for sale or use	51,900.	8	36,323.
	9 Prepaid expenses and deferred charges	127,080.	9	72,141.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 48,595,632.		
	b Less: accumulated depreciation	10b 26,619,994.	22,251,075.	10c 21,975,638.
	11 Investments - publicly traded securities	59,795,478.	11	64,145,129.
	12 Investments - other securities. See Part IV, line 11	2,631,181.	12	2,780,071.
	13 Investments - program-related. See Part IV, line 11	0.	13	0.
	14 Intangible assets	0.	14	0.
	15 Other assets. See Part IV, line 11	0.	15	0.
16 Total assets. Add lines 1 through 15 (must equal line 34)	97,014,082.	16	107,857,087.	
Liabilities	17 Accounts payable and accrued expenses	4,010,471.	17	6,126,704.
	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 current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0.	22	0.
	23 Secured mortgages and notes payable to unrelated third parties	0.	23	4,951,306.
	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	12,117,932.	25	11,581,701.
	26 Total liabilities. Add lines 17 through 25.	16,128,403.	26	22,659,711.
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	55,838,849.	27	59,618,193.
	28 Temporarily restricted net assets	19,594,825.	28	19,978,288.
	29 Permanently restricted net assets	5,452,005.	29	5,600,895.
	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	80,885,679.	33	85,197,376.	
34 Total liabilities and net assets/fund balances	97,014,082.	34	107,857,087.	

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI. X

1	Total revenue (must equal Part VIII, column (A), line 12)	1	22,328,050.
2	Total expenses (must equal Part IX, column (A), line 25)	2	23,210,853.
3	Revenue less expenses. Subtract line 2 from line 1	3	-882,803.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	80,885,679.
5	Net unrealized gains (losses) on investments	5	4,509,379.
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 in Schedule O)	9	685,121.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	85,197,376.

Part XII Financial Statements and Reporting

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

- 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 in 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 in 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 Single Audit Act and OMB Circular A-133?
- 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 in Schedule O and describe any steps taken to undergo such audits.

	Yes	No
2a		X
2b	X	
2c	X	
3a		X
3b		

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
--	---

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 or 990-EZ).)
- 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 in 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.
 - 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)						
(B)						
(C)						
(D)						
(E)						
Total						

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

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Tax revenues levied for the organization's benefit; 3 The value of services or facilities furnished by a governmental unit; 4 Total. Add lines 1 through 3; 5 The portion of total contributions by each person; 6 Public support. Subtract line 5 from line 4.

Section B. Total Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 7 Amounts from line 4; 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources; 9 Net income from unrelated business activities; 10 Other income. Do not include gain or loss from the sale of capital assets; 11 Total support. Add lines 7 through 10; 12 Gross receipts from related activities, etc. (see instructions); 13 First five 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

Table with 3 columns: Line number, Description, and Percentage. Rows include: 14 Public support percentage for 2017 (line 6, column (f) divided by line 11, column (f)); 15 Public support percentage from 2016 Schedule A, Part II, line 14; 16a 33 1/3% support test - 2017; 16b 33 1/3% support test - 2016; 17a 10%-facts-and-circumstances test - 2017; 17b 10%-facts-and-circumstances test - 2016; 18 Private foundation.

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

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 1 Gifts, grants, contributions, and membership fees received; 2 Gross receipts from admissions, merchandise sold or services performed; 3 Gross receipts from activities that are not an unrelated trade or business; 4 Tax revenues levied for the organization's benefit; 5 The value of services or facilities furnished by a governmental unit; 6 Total. Add lines 1 through 5; 7a Amounts included on lines 1, 2, and 3 received from disqualified persons; 7b Amounts included on lines 2 and 3 received from other than disqualified persons; 7c Add lines 7a and 7b; 8 Public support. (Subtract line 7c from line 6.)

Section B. Total Support

Table with 7 columns: (a) 2013, (b) 2014, (c) 2015, (d) 2016, (e) 2017, (f) Total. Rows include: 9 Amounts from line 6; 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties, and income from similar sources; 10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975; 10c Add lines 10a and 10b; 11 Net income from unrelated business activities not included in line 10b; 12 Other income. Do not include gain or loss from the sale of capital assets; 13 Total support. (Add lines 9, 10c, 11, and 12.); 14 First five 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

Table with 2 columns: Line number, Percentage. Row 15: Public support percentage for 2017 (line 8, column (f) divided by line 13, column (f)). Row 16: Public support percentage from 2016 Schedule A, Part III, line 15.

Section D. Computation of Investment Income Percentage

Table with 2 columns: Line number, Percentage. Row 17: Investment income percentage for 2017 (line 10c, column (f) divided by line 13, column (f)). Row 18: Investment income percentage from 2016 Schedule A, Part III, line 17.

19a 33 1/3% support tests - 2017. 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.

19b 33 1/3% support tests - 2016. 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 in line 12 on Part I. If you checked 12a of Part I, complete Sections A and B. If you checked 12b of Part I, complete Sections A and C. If you checked 12c of Part I, complete Sections A, D, and E. If you checked 12d of 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? <i>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.</i>		
2	Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? <i>If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).</i>		
3a	Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? <i>If "Yes," answer (b) and (c) below.</i>		
3b	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)? <i>If "Yes," describe in Part VI when and how the organization made the determination.</i>		
3c	Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? <i>If "Yes," explain in Part VI what controls the organization put in place to ensure such use.</i>		
4a	Was any supported organization not organized in the United States ("foreign supported organization")? <i>If "Yes," and if you checked 12a or 12b in Part I, answer (b) and (c) below.</i>		
4b	Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? <i>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.</i>		
4c	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)? <i>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.</i>		
5a	Did the organization add, substitute, or remove any supported organizations during the tax year? <i>If "Yes," answer (b) and (c) 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).</i>		
5b	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?		
5c	Substitutions only. Was the substitution the result of an event beyond the organization's control?		
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? <i>If "Yes," provide detail in Part VI.</i>		
7	Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (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? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
8	Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? <i>If "Yes," complete Part I of Schedule L (Form 990 or 990-EZ).</i>		
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))? <i>If "Yes," provide detail in Part VI.</i>		
9b	Did one or more disqualified persons (as defined in line 9a) hold a controlling interest in any entity in which the supporting organization had an interest? <i>If "Yes," provide detail in Part VI.</i>		
9c	Did a disqualified person (as defined in line 9a) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? <i>If "Yes," provide detail in Part VI.</i>		
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)? <i>If "Yes," answer 10b below.</i>		
10b	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.)		

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 in (b) and (c) below, the governing body of a supported organization?		
b A family member of a person described in (a) above?		
c A 35% controlled entity of a person described in (a) or (b) above? <i>If "Yes" to a, b, or c, provide detail in Part VI.</i>		

Section B. Type I Supporting Organizations

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? <i>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 directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.</i>		
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? <i>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.</i>		

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)? <i>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).</i>		

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? <i>If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).</i>		
3 By reason of the relationship described in (2), 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? <i>If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.</i>		

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 <input type="checkbox"/> The organization satisfied the Activities Test. Complete line 2 below.			
b <input type="checkbox"/> The organization is the parent of each of its supported organizations. Complete line 3 below.			
c <input type="checkbox"/> The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).			
2 Activities Test. Answer (a) and (b) below.		Yes	No
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? <i>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.</i>			
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? <i>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.</i>			
3 Parent of Supported Organizations. Answer (a) and (b) 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? <i>Provide details in Part VI.</i>			
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? <i>If "Yes," describe in Part VI the role played by the organization in this regard.</i>			

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 1-1/2% 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 .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 85% of line 1.	2	
3	Minimum asset amount for prior year (from Section B, line 8, Column A)	3	
4	Enter greater of line 2 or line 3.	4	
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	

7 Check here if the current year is the organization's first as a non-functionally integrated Type III supporting organization (see instructions).

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	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2017 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2017	(iii) Distributable Amount for 2017
1 Distributable amount for 2017 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2017 (reasonable cause required-explain in Part VI). See instructions.			
3 Excess distributions carryover, if any, to 2017			
a			
b From 2013			
c From 2014			
d From 2015			
e From 2016			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2017 distributable amount			
i Carryover from 2012 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2017 from Section D, line 7: \$			
a Applied to underdistributions of prior years			
b Applied to 2017 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2017, if any. Subtract lines 3g and 4a from line 2. For result greater than zero, explain in Part VI. See instructions.			
6 Remaining underdistributions for 2017. Subtract lines 3h and 4b from line 1. For result greater than zero, explain in Part VI. See instructions.			
7 Excess distributions carryover to 2018. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a Excess from 2013			
b Excess from 2014			
c Excess from 2015			
d Excess from 2016			
e Excess from 2017			

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.)

ATTACHMENT 1

SCHEDULE A, PART II - OTHER INCOME

DESCRIPTION	2013	2014	2015	2016	2017	TOTAL
OTHER INCOME	419,061.	470,753.	160,945.	119,577.	183,443.	1,353,779.
TOTALS	<u>419,061.</u>	<u>470,753.</u>	<u>160,945.</u>	<u>119,577.</u>	<u>183,443.</u>	<u>1,353,779.</u>

Supplemental Financial Statements

2017

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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.

Name of the organization

BROOKLYN BOTANIC GARDEN CORPORATION

Employer identification number

11-2417338

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.

Table with 2 columns: (a) Donor advised funds, (b) Funds and other accounts. Rows include: 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?, 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?

Part II Conservation Easements.

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

Table with 2 columns: Description, Held at the End of the Tax Year. Rows include: 1 Purpose(s) of conservation easements held by the organization (check all that apply), 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, 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?, 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 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?, 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.

Table with 2 columns: Description, Amount. Rows include: 1a If the organization elected, as permitted under SFAS 116 (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., 1b If the organization elected, as permitted under SFAS 116 (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 SFAS 116 (ASC 958) relating to these items: a Revenue included on Form 990, Part VIII, line 1., b Assets included in Form 990, Part X.

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 are a significant use of its collection items (check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

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 on 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	69,037,903.	63,126,932.	61,193,477.	33,836,802.	31,202,328.
b Contributions	3,957,120.	3,628,748.	6,643,809.	12,373,275.	2,884,330.
c Net investment earnings, gains, and losses	3,307,152.	5,738,976.	437,733.	21,508,320.	3,547,056.
d Grants or scholarships					
e Other expenditures for facilities and programs	3,122,179.	3,456,753.	5,148,087.	6,524,920.	3,796,912.
f Administrative expenses					
g End of year balance	73,179,996.	69,037,903.	63,126,932.	61,193,477.	33,836,802.

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

- a Board designated or quasi-endowment ▶ 65.0500 %
- b Permanent endowment ▶ 7.6500 %
- c Temporarily restricted endowment ▶ 27.3000 %

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

	Yes	No
3a(i)		X
3a(ii)		X
3b		

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				
b Buildings		9,577,799.	1,512,165.	8,065,634.
c Leasehold improvements		30,052,323.	22,455,698.	7,596,625.
d Equipment		4,140,184.	2,652,131.	1,488,053.
e Other		4,825,326.		4,825,326.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10c.)				21,975,638.

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) _____		
(B) _____		
(C) _____		
(D) _____		
(E) _____		
(F) _____		
(G) _____		
(H) _____		

Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶

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, col. (B) line 13.) ▶

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, col. (B) line 15.) ▶

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) POSTRETIREMENT BENEFITS	11,581,701.
(3) _____	
(4) _____	
(5) _____	
(6) _____	
(7) _____	
(8) _____	
(9) _____	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	11,581,701.

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 FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	28,074,849.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	4,509,379.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	1,364,309.
e	Add lines 2a through 2d	2e	5,873,688.
3	Subtract line 2e from line 1	3	22,201,161.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	126,889.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	126,889.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	22,328,050.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" on Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	23,763,152.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	679,188.
e	Add lines 2a through 2d	2e	679,188.
3	Subtract line 2e from line 1	3	23,083,964.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	126,889.
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	126,889.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	23,210,853.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

Part XIII Supplemental Information (continued)

PART III - LINE 4

THE BROOKLYN BOTANIC GARDEN CORPORATION (THE "GARDEN") MAINTAINS A SET OF 1,280 RARE BOOKS, PERIODICALS, EPHEMERA AND MANUSCRIPTS ALL ON THE SUBJECT OF BOTANY AND HORTICULTURE. THE COLLECTION FURTHERS THE GARDEN'S EXEMPT PURPOSE AS IT SUPPORTS OUR MISSION TO ENGAGE IN RESEARCH IN PLANT SCIENCES TO EXPAND HUMAN KNOWLEDGE OF PLANTS, AND DISSEMINATING THE RESULTS TO SCIENCE PROFESSIONALS AND THE GENERAL PUBLIC.

THE GARDEN'S COLLECTIONS, WHICH CONSIST OF RARE BOOKS AND ARTWORK, ARE NOT CAPITALIZED IN THE STATEMENT OF FINANCIAL POSITION. PURCHASES OF ITEMS ARE EXPENSED IN THE YEAR IN WHICH THE ITEMS ARE ACQUIRED. CONTRIBUTED COLLECTION ITEMS ARE NOT REFLECTED IN THE FINANCIAL STATEMENTS.

PART V - LINE 4

THE GARDEN'S ENDOWMENTS CONSIST OF VARIOUS INDIVIDUAL FUNDS ESTABLISHED FOR A VARIETY OF PURPOSES. ITS ENDOWMENT INCLUDES BOTH DONOR-RESTRICTED ENDOWMENT FUNDS AND FUNDS DESIGNATED BY THE BOARD OF TRUSTEES. AS REQUIRED BY ACCOUNTING PRINCIPLES GENERALLY ACCEPTED IN THE UNITED STATES OF AMERICA, NET ASSETS ASSOCIATED WITH ENDOWMENT FUNDS, INCLUDING FUNDS DESIGNATED BY THE GARDEN TO FUNCTION AS ENDOWMENTS, ARE CLASSIFIED AND REPORTED BASED ON THE EXISTENCE OR ABSENCE OF DONOR-IMPOSED RESTRICTIONS.

TEMPORARILY RESTRICTED ENDOWMENTS INCLUDE ENDOWMENT FUNDS ESTABLISHED BY DONOR-RESTRICTED GIFTS THAT ARE MAINTAINED TO PROVIDE A SOURCE OF INCOME FOR EITHER A SPECIFIC PERIOD OF TIME OR UNTIL A SPECIFIC EVENT OCCURS

Part XIII Supplemental Information (continued)

(SEE SFAS 117 (ASC 958-205-45)), AS WELL AS ALL OTHER TEMPORARILY RESTRICTED NET ASSETS HELD IN A DONOR-RESTRICTED ENDOWMENT, INCLUDING UNAPPROPRIATED INCOME FROM PERMANENT ENDOWMENTS THAT IS NOT SUBJECT TO A PERMANENT RESTRICTION.

PERMANENT (TRUE) ENDOWMENTS ARE ENDOWMENT FUNDS THAT ARE ESTABLISHED BY DONOR-RESTRICTED GIFTS AND ARE MAINTAINED TO PROVIDE A PERMANENT SOURCE OF INCOME, WITH THE STIPULATION THAT PRINCIPAL MUST BE INVESTED AND KEPT INTACT IN PERPETUITY, WHILE ONLY THE INCOME GENERATED CAN BE USED BY THE ORGANIZATION. THE GARDEN'S PERMANENT ENDOWMENT PRIMARILY CONSISTS OF FUNDS DESIGNATED FOR CHILDREN'S EDUCATION.

BOARD-DESIGNATED ENDOWMENTS, OR QUASI-ENDOWMENTS, ARE ENDOWMENTS ESTABLISHED BY THE ORGANIZATION ITSELF, EITHER FROM UNRESTRICTED DONOR OR ORGANIZATIONAL FUNDS, OVER WHICH THE ORGANIZATION ITSELF IMPOSES RESTRICTIONS ON THEIR USE, AND WHICH RESTRICTIONS CAN BE TEMPORARY OR PERMANENT IN NATURE. SEE SFAS 117 (ASC 958-205-45). THE GARDEN'S BOARD DESIGNATED ENDOWMENT HAS BEEN DESIGNATED FOR OPERATING GROWTH AND SUPPORT.

PART XI - LINES 2D & 4B

2D. COST OF GOODS SOLD: 59,861;

2D. EFFECT OF POST-RETIREMENT ADJUSTMENT: 1,155,558;

4B. THIRD PARTY TRUST UNREALIZED GAIN: 148,890.

Part XIII Supplemental Information *(continued)*

PART XII - LINES 2D & 4B

2D. COST OF GOODS SOLD: 59,861;

2D. POST-RETIREMENT BENEFITS: 619,327;

SCHEDULE G
(Form 990 or 990-EZ)

Supplemental Information Regarding Fundraising or Gaming Activities

OMB No. 1545-0047

2017

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

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

Name of the organization

BROOKLYN BOTANIC GARDEN CORPORATION

Employer identification number

11-2417338

Part I Fundraising Activities. Complete if the organization answered "Yes" on Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a Mail solicitations
- b Internet and email solicitations
- c Phone solicitations
- d In-person solicitations
- e Solicitation of non-government grants
- f Solicitation of government grants
- g Special fundraising events

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees, or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? **Yes** **No**

b If "Yes," list the 10 highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 ATTACHMENT 1						
2						
3						
4						
5						
6						
7						
8						
9						
10						
Total					64,500.	

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

NY,

Part II Fundraising Events. Complete if the organization answered "Yes" on Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events		
		GALA (event type)	PLANT SALE (event type)	2. (total number)	(add col. (a) through col. (c))		
Revenue	1	Gross receipts	1,126,042.	152,105.	42,467.	1,320,614.	
	2	Less: Contributions	1,017,262.		32,522.	1,049,784.	
	3	Gross income (line 1 minus line 2)	108,780.	152,105.	9,945.	270,830.	
Direct Expenses	4	Cash prizes					
	5	Noncash prizes					
	6	Rent/facility costs					
	7	Food and beverages					
	8	Entertainment	132,633.		6,814.	139,447.	
	9	Other direct expenses	232,762.	116,179.	14,906.	363,847.	
	10	Direct expense summary. Add lines 4 through 9 in column (d)					503,294.
	11	Net income summary. Subtract line 10 from line 3, column (d)					-232,464.

Part III Gaming. Complete if the organization answered "Yes" on Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))	
		Yes _____ % No	Yes _____ % No	Yes _____ % No		
Revenue	1	Gross revenue				
Direct Expenses	2	Cash prizes				
	3	Noncash prizes				
	4	Rent/facility costs				
	5	Other direct expenses				
	6	Volunteer labor				
	7	Direct expense summary. Add lines 2 through 5 in column (d)				
	8	Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities: _____
 a Is the organization licensed to conduct gaming activities in each of these states? Yes No
 b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended, or terminated during the tax year? Yes No
 b If "Yes," explain: _____

- 11 Does the organization conduct gaming activities with nonmembers? Yes No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13 Indicate the percentage of gaming activity conducted in:

a The organization's facility	13a	%
b An outside facility	13b	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15 a Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.
- c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

- Director/officer Employee Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).

ATTACHMENT 1

990, SCHEDULE G, PART I - HIGHEST PAID FUNDRAISER

NAME AND ADDRESS OF FUNDRAISER	ACTIVITY	DID FUNDRAISER HAVE CUSTODY OR CONTROL OF CONTRIBUTIONS?	GROSS RECEIPTS FROM ACTIVITY	AMOUNT PAID TO (OR RETAINED BY) FUNDRAISER	AMOUNT PAID TO (OR RETAINED BY) ORGANIZATION
--------------------------------	----------	--	------------------------------	--	--

		YES	NO		
--	--	-----	----	--	--

MKDM	DIRECT MAIL SOLICIT.		X	64,500.	
612 EAST JEFFERSON STREET, 2ND FLOOR CHARLOTTESVILLE VA 22902					

**SCHEDULE J
(Form 990)**

Compensation Information

OMB No. 1545-0047

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.

2017

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Department of the Treasury
Internal Revenue Service

Name of the organization

BROOKLYN BOTANIC GARDEN CORPORATION

Employer identification number

11-2417338

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.

- | | |
|--|---|
| <input type="checkbox"/> First-class or charter travel | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees |
| <input type="checkbox"/> Discretionary spending account | <input type="checkbox"/> 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 filing 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.

- | | |
|---|---|
| <input checked="" type="checkbox"/> Compensation committee | <input type="checkbox"/> Written employment contract |
| <input checked="" type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study |
| <input type="checkbox"/> Form 990 of other organizations | <input checked="" type="checkbox"/> 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?
 - b** Participate in, or receive payment from, a supplemental nonqualified retirement plan?
 - c** Participate in, or receive payment from, an equity-based compensation arrangement?
- 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?
 - b** Any related organization?
- 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?
 - b** Any related organization?
- 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)?

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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

Schedule J (Form 990) 2017

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 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				
1	SCOT MEDBURY PRESIDENT	327,394.	110,000.	0.		22,152.	459,546.	
2	LESLIE FINDLEN SR. V.P. OF INST. ADVANCEMENT	200,332.	60,000.	0.		8,537.	268,869.	
3	DOROTA RASHID CEO/VP OF FINANCE	142,402.	40,000.	0.		21,895.	204,297.	
4	MELANIE SIFTON FMR. VP HORTICULTURE & FAC.	121,820.	12,300.	0.		21,800.	155,920.	
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								

Part III Supplemental Information

Provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2017

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Department of the Treasury
Internal Revenue Service

- ▶ **Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.**
- ▶ **Attach to Form 990.**
- ▶ **Go to www.irs.gov/Form990 for the latest information.**

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
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Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	17.	189,240.	FMV
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ ()				
26 Other ▶ ()				
27 Other ▶ ()				
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement 29

		Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which isn't required to be used for exempt purposes for the entire holding period?	30a		X
b If "Yes," describe the arrangement in Part II.			
31 Does the organization have a gift acceptance policy that requires the review of any nonstandard contributions?	31		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?	32a		X
b If "Yes," describe in Part II.			
33 If the organization didn't report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.			

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

Schedule M (Form 990) (2017)

Part II **Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

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

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

2017

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Inspection**

Department of the Treasury
Internal Revenue Service

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.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

BROOKLYN BOTANIC GARDEN CORPORATION

Employer identification number

11-2417338

PART I - LINE 1 // PART III - LINE 1

BROOKLYN BOTANIC GARDEN CORPORATION (THE "GARDEN") IS AN URBAN BOTANIC GARDEN THAT CONNECTS PEOPLE TO THE WORLD OF PLANTS, FOSTERING DELIGHT AND CURIOSITY WHILE INSPIRING AN APPRECIATION AND SENSE OF STEWARDSHIP OF THE ENVIRONMENT.

IN THE GARDEN, IN ITS COMMUNITY, AND WELL BEYOND, THE GARDEN INSPIRES PEOPLE OF ALL AGES THROUGH THE CONSERVATION, DISPLAY, AND ENJOYMENT OF PLANTS; WITH EDUCATIONAL PROGRAMS THAT EMPHASIZE LEARNING BY DOING; AND WITH RESEARCH FOCUSED ON UNDERSTANDING AND CONSERVING REGIONAL PLANTS AND PLANT COMMUNITITIES.

PART III - LINE 4A

HORTICULTURE: THE FOUNDATION OF THE GARDEN IS ITS WORLD CLASS HORTICULTURE COLLECTION FEATURING MORE THAN 12,000 PLANT SPECIES AND CULTIVARS ON 52 ACRES. THE GARDEN PROTECTS, PRESERVES AND CATALOGS ITS LIVING COLLECTIONS FOR THE BEAUTY THEY OFFER THE PUBLIC AND FOR THEIR HORTICULTURAL, SCIENTIFIC, ECOLOGICAL AND EDUCATIONAL MERIT. SOME OF THE GARDEN'S RARE AND WORLD-CLASS LIVING PLANT COLLECTIONS INCLUDE BONSAI, ORCHIDS, TROPICAL PLANTS, CACTI & SUCCULENTS, WARM-TEMPERATE REGION PLANTS, CHERRIES, MAGNOLIAS, WATER LILIES AND NATIVE FLORA COLLECTION. NESTLED IN THE HEART OF ONE OF THE DENSEST URBAN SETTINGS IN NORTH AMERICA, THESE COLLECTIONS ARE LAID OUT IN ICONIC LANDSCAPE DISPLAY GARDENS, MANY OF WHICH WERE THE FIRST OF THEIR KIND, INCLUDING THE

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
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HISTORIC JAPANESE GARDEN, ROCK GARDEN, FRAGRANCE GARDEN, ROSE GARDEN, AND SHAKESPEARE GARDEN. THE GARDEN'S LIVING COLLECTIONS MANAGEMENT INCLUDES RECORDING AND KEEPING DETAILED ACCESSION, ACQUISITION AND DISSEMINATION RECORDS ALIGNING WITH SCIENTIFIC RESEARCH PROGRAMS, EDUCATIONAL PROGRAMS, AND PUBLIC INTERPRETATION, LABELS AND SIGNAGE. THE GARDEN WELCOMES APPROXIMATELY 850,000 VISITORS ANNUALLY.

PART III - LINE 4B

MAINTENANCE: THE FACILITIES DEPARTMENT AT THE GARDEN OVERSEES THE REPAIR AND MAINTENANCE OF ALL BUILDINGS AND OUTDOOR HARDSCAPE INFRASTRUCTURE. THE GARDEN'S INFRASTRUCTURE MAINTENANCE INCLUDES CUSTODIAL SERVICES, FLEET & GROUNDS EQUIPMENT SERVICES, IRRIGATION, PLUMBING, ELECTRICAL, HEATING, GEOTHERMAL, AND PHONE SYSTEMS. INTERDEPARTMENTAL COLLABORATION AND CONTRACTOR MANAGEMENT FOR NEW CAPITAL AND RENOVATION PROJECTS IS ALSO A SIGNIFICANT RESPONSIBILITY OF THE FACILITIES DEPARTMENT, AS IS SUPPORT FOR PRIVATE FUNCTIONS AND PUBLIC EVENTS.

PART III - LINE 4C

EDUCATION AND OUTREACH PROGRAMS: MORE THAN 150,000 CHILDREN AND ADULTS ARE SERVED THROUGH A CONTINUUM OF PROGRAMS AIMED TO TEACH PEOPLE ABOUT THE SCIENCE AND CARE OF PLANTS, AROUSE PUBLIC AWARENESS OF THE FRAGILITY OF OUR NATURAL ENVIRONMENT, AND HELP THE PEOPLE OF ALL OUR DIVERSE URBAN NEIGHBORHOODS TO ENHANCE THE QUALITY OF THEIR SURROUNDINGS AND THEIR DAILY LIVES THROUGH THE CULTIVATION AND ENJOYMENT OF PLANTS. PROGRAMS RANGE FROM SUPPLEMENTAL SCIENCE EDUCATION IN PUBLIC SCHOOLS TO LECTURES

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
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BY INTERNATIONAL LEADERS. THE GARDEN BRINGS URBAN RESIDENTS OF ALL AGES INTO CONTACT WITH THE BEAUTY AND HEALTH BENEFITS OF NATURE AS A VITAL FIRST STEP TO NOT ONLY IMPROVING THE QUALITY OF ALL OUR LIVES, BUT TO HELP INSPIRE CURRENT AND FUTURE GENERATIONS OF ENVIRONMENTAL STEWARDS.

PART III - LINE 4D

CAPITAL CAMPAIGN - IN THE MOST SIGNIFICANT GARDEN RENEWAL EFFORT SINCE ITS FOUNDING 108 YEARS AGO, THE GARDEN IS CURRENTLY ENGAGED IN A DRAMATIC AND AMBITIOUS EFFORT FOR THE FUTURE. WITH PROJECTS THAT AFFECT VIRTUALLY EVERY PART OF THE GARDEN AND EXTEND BEYOND ITS BORDERS, THESE ENHANCEMENTS WILL HELP THE GARDEN MEET THE RAPIDLY CHANGING NEEDS OF ITS AUDIENCE, FOSTER A LOVE AND UNDERSTANDING OF PLANTS AND THE NATURAL WORLD AND INSPIRE THE NEXT GENERATION OF ENVIRONMENTAL STEWARDS. (EXPENSES \$33,098. INCLUDING GRANTS OF \$NONE. REVENUE \$NONE)

SECURITY - SECURITY INSURES THAT OUR GARDEN AND ITS LIVING COLLECTIONS ARE PROTECTED AND THAT OUR VISITORS' ENVIRONMENT IS SAFE. (EXPENSES \$2,555,425. INCLUDING GRANTS OF \$NONE. REVENUE \$NONE)

PROGRAM ENHANCEMENTS - COMBINING RECREATION WITH HORTICULTURAL AND ECOLOGICAL INTERPRETATION AND EDUCATION, THE GARDEN PRODUCES UP TO FIVE POPULAR PUBLIC PROGRAMS EACH YEAR THAT HIGHLIGHT THE SEASONS AND CELEBRATE THE CULTURAL DIVERSITY OF BROOKLYN. THE GARDEN WELCOMES AUTUMN WITH CHILE PEPPER FIESTA, FEATURING MUSIC, DANCE AND FOOD FROM VARIOUS CULTURES, AND GHOULS AND GOURDS, A HALLOWEEN-INSPIRED FESTIVAL WITH

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
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MUSIC, COSTUMES, GIANT PUPPETS AND FAMILY ACTIVITIES. IN THE SPRING, THE GARDEN HONORS THE JAPANESE TRADITION OF HANAMI: CELEBRATING THE CHERRY BLOSSOM SEASON WHICH CULMINATES WITH SAKURA MATSURI, THE LARGEST CHERRY BLOSSOM FESTIVAL IN THE NORTHEAST, IN APRIL. THE GARDEN ALSO ENHANCES THE EXPERIENCES OF ITS VISITORS AND PATRONS THROUGH VARIOUS EXHIBITIONS , A COMPREHENSIVE VISITOR SERVICES PROGRAM, AND THROUGH A RANGE OF INFORMATION SHARED ON THE BBG.ORG WEBSITE. (EXPENSES \$1,522,043. INCLUDING GRANTS OF \$NONE. REVENUE \$NONE)

MEMBERSHIPS - MEMBERSHIP ENHANCES THE GARDEN VISITORS' EXPERIENCES BY PROVIDING SPECIAL AFTERHOURS GARDEN EVENTS, PROVIDING ADDITIONAL EDUCATIONAL MATERIALS AND AVAILING THEM TO VARIOUS GARDEN AND COMMUNITY DISCOUNTS. (EXPENSES \$820,384. INCLUDING GRANTS OF \$NONE REVENUE \$NONE)

DIGITAL/PRINT - THE DEPARTMENT OF DIGITAL AND PRINT MEDIA CREATES ORIGINAL, MISSION-DRIVEN MEDIA THAT INFORMS THE PUBLIC ABOUT PLANTS, ECOLOGY, AND HORTICULTURE AND INSPIRES ITS SUPPORT OF CONSERVATION IN GENERAL AND THE GARDEN IN PARTICULAR. PRODUCTS INCLUDE THE GARDEN GUIDES TO A GREENER PLANET; EDITORIAL SERVICES FOR ALL OF THE GARDEN'S INTERPRETATION AND PRINTED MATERIALS; COLLECTION AND MANAGEMENT OF PHOTOS DOCUMENTING THE GARDEN'S COLLECTIONS; WEB PROPERTIES THAT OFFER GARDENING ARTICLES, A NATURE BLOG, HISTORIC IMAGE COLLECTIONS, AND RICH RESEARCH RESOURCES; AND WEB-BASED TECHNOLOGIES AND MARKETING FEATURES THAT BUILD THE GARDEN'S BRAND AND DRIVE EARNED INCOME THROUGH MEMBERSHIP ENROLLMENT, CLASS REGISTRATION, PUBLIC PROGRAMS TICKETING, CONCESSION SALES, AND

Name of the organization

BROOKLYN BOTANIC GARDEN CORPORATION

Employer identification number

11-2417338

INCREASED GARDEN VISITATION. (EXPENSES \$605,593. INCLUDING GRANTS OF \$NONE. REVENUE \$NONE)

ADMISSIONS - THE GARDEN IS COMMITTED TO MAKING ITS EXHIBITIONS, PROGRAMS AND SERVICES ACCESSIBLE TO ALL WHO VISIT. TO ENSURE ACCESSIBILITY, THE GARDEN MAINTAINS MANY COMPLIMENTARY OR REDUCED ADMISSION OPTIONS. PROCEEDS FROM ADMISSIONS PROVIDE OPERATING SUPPORT FOR THE GARDEN. (EXPENSES \$470,110. INCLUDING GRANTS OF \$NONE. REVENUE \$3,743,442)

PART VI, SECTION B. - QUESTION 11B

THE FORM 990 IS REVIEWED BY THE AUDIT COMMITTEE THEN BROUGHT TO THE FULL BOARD PRIOR TO FILING WITH THE INTERNAL REVENUE SERVICE.

PART VI, SECTION B. - QUESTION 12C

CONFLICT OF INTEREST STATEMENTS ARE REQUIRED TO BE SIGNED BY ALL OFFICERS, TRUSTEES AND KEY EMPLOYEES ANNUALLY, OR IF CONFLICT ARISES. ANY CONFLICT THAT ARISES IS BROUGHT IN FRONT OF THE AUDIT COMMITTEE FOR RESOLUTION.

PART VI, SECTION B. - QUESTIONS 15A & 15B

COMPENSATION IS ESTABLISHED THROUGH THE USAGE OF AN INDEPENDENT COMPENSATION CONSULTANT, COMPENSATION SURVEYS/STUDIES OF COMPARABLE ORGANIZATIONS, AND APPROVED BY A BOARD COMPENSATION COMMITTEE.

PART VI, SECTION C. - QUESTION 19

THE GARDEN CURRENTLY PROVIDES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY AND FINANCIAL STATEMENTS TO THE GENERAL PUBLIC UPON

Name of the organization BROOKLYN BOTANIC GARDEN CORPORATION	Employer identification number 11-2417338
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REQUEST. THE GARDEN POSTS ITS AUDITED FINANCIAL STATEMENTS AND APPROVED
IRS FORM 990 ON ITS WEBSITE.

PART XI - LINE 9

EFFECT OF POST-RETIREMENT ADJUSTMENT: 1,155,558.

POST-RETIREMENT BENEFITS: -619,327.

THIRD PARTY TRUST UNREALIZED GAIN (LOSS), NET: 148,890.

ATTACHMENT 1990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
MICHAEL VAN VALKENBURGH ASSOC. 231 CONCORD AVENUE CAMBRIDGE, MA 02138	ARCHITECTS	337,247.
WEISS/MANFREDI ARCHITECTS 200 HUDSON STREET, 10TH FL NEW YORK, NY 10013	ARCHITECTS	533,262.
NY TENT 1401 LAKELAND AVENUE BOHEMIA, NY 11716	TENT RENTAL	159,131.