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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

OMB No 1545-0052

**2007**

Department of the Treasury  
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2007, or tax year beginning 11/01, 2007, and ending 10/31, 2008

Initial return  Final return  Amended return  Address change  Name change

Use the IRS label  
Otherwise, print  
or type.  
See Specific  
Instructions.

Valley Clean Air Now  
2300 Tulare Street #210  
Fresno, CA 93721

A Employer identification number

37-1450235

B Telephone number (see the instructions)

916-288-2209

If exemption application is pending, check here

1 Foreign organizations, check here

2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Nonexempt charitable trust  Other private foundation  
I Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(a) Revenue and expenses - net books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (att sch)	1,055,000.			
2	Ch <input type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	2,802.	2,802.	2,802.	
4	Dividends and interest from securities				
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit/(loss) (att sch)				
11	Other income (attach schedule) See Statement 1	66,298.			
12	Total. Add lines 1 through 11	1,124,100.	2,802.	2,802.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See SI 2	203.			
b	Accounting fees (attach sch) See SI 3	8,000.			
c	Other prof fees (attach sch) See SI 4	353,368.			160,918.
17	Interest				
18	Taxes (attach schedule). See Stmt 5	160.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	533.			
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 6	480,814.			257,208.
24	Total operating and administrative expenses. Add lines 13 through 23	843,078.			422,126.
25	Contributions, gifts, grants paid Part. XV	134,702.			134,702.
26	Total expenses and disbursements. Add lines 24 and 25	977,780.	0.	0.	556,828.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	146,320.			
b	Net investment income (if negative, enter -0-)		2,802.		
c	Adjusted net income (if negative, enter -0-)			2,802.	

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Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	251,762.	398,082.	398,082.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Notes receivable			
		Less: allowance for doubtful accounts			
	5	Other receivables			
	6	Accounts due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other note and loan receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Prepaid expenses and other assets			
	9	Investments - individual and joint investments (attach schedule)			
		Investments - corporate stock (attach schedule)			
		Investments - corporate bonds (attach schedule)			
	10	Investments - land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
12	Investments - mortgage loans				
13	Investments - other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers - see instructions. Also, see page 1, item D)	251,762.	398,082.	398,082.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees & other disqualified persons			
	21	Mortgages or other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)	0	0		
NET FUND ASSETS OR BALANCES	24	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and line 30 and 31			
	25	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31			
	27	Capital stock, trust principal, or other fund			
	28	Part in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	251,762.	398,082.	
	31	Total liabilities and net assets/fund balances (see the instructions)	251,762.	398,082.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	251,762.
2	Enter amount from Part I, line 27a	2	146,320.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	398,082.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	398,082.



**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the instructions)**

1	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary - see instructions)	1	56.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	56.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	56.
6	Credits/Payments:		
a	2007 estimated tax pmts and 2006 overpayment credited to 2007	6a	
b	Exempt foreign organizations - tax withheld at source.	6b	
c	Tax paid with application for extension of time to file (Form 8858)	6c	
d	Backup withholding erroneously withheld.	6d	
7	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	7	0.
8	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	8	56.
9	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	9	
10	Enter the amount of line 10 to be: Credited to 2008 estimated tax	10	
11	Refunded	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
<i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ..... \$ 0. (2) On foundation managers ..... \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. .... \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ... CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities Continued

11a	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule. (see instructions).....	11a		X
b	If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?.....	11b	N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?.....	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?.....	13		X
	Website address.....		▶ <u>www.valley-clean.org</u>	
14	The books are in care of ▶ <u>Tom Knox</u> Telephone no. ▶ <u>916-288-2209</u>			
	Located at ▶ <u>921 11th Street, Ste. 250 Sacramento CA</u> ZIP + 4 ▶ <u>95814</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of interest received or accrued during the year.....	N/A	▶	<input type="checkbox"/> - N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?.....	1b	N/A
	Organizations relying on a current notice regarding disaster assistance check here.....		▶ <input type="checkbox"/>
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?.....	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.).....	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.).....	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?.....	4b	X

**Part III Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)  Yes  No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If you answered 'Yes' to 6b, also file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

5b X  
6b X  
7b N/A

**Part IV Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7				
		0	0	0

2 List compensation of five highest-paid employees (other than those included on line 1 see instructions) if any. If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**

**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Amount paid
Porter Novelli 1215 K Street, Suite 2100 Sacramento, CA 95814	Project mgmt & PR	380,369.

Total number of others receiving over \$50,000 for professional services: 0

**Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. (Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.)

	Expenses
1 See Statement 8	186,056.
2 See Statement 9	151,432.
3 Conducted various community outreach activities to promote voluntary actions to reduce air pollution by individuals, government, agriculture, business and industry.	76,638.
4 Maintained web site which provides information on ozone, particulate matter, air pollution, and a valley air quality forecast, as well as various other information about air pollution reduction.	0.000.

**Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

BAA

**Part VII Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	
b Average of monthly cash balances	1b	268,597.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	268,597.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	268,597.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	4,029.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	264,568.
6 Minimum investment return Enter 5% of line 5	6	13,228.

**Part VIII Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

1 Minimum investment return from Part X, line 6			13,228.
2a Tax on investment income for 2007 from Part VI, line 5	2a	56.	
b Income tax for 2007. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b.	2c	56.	
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3		13,172.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		13,172.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7		13,172.

**Part IX Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a Expenses, contributions, gifts, etc.— total from Part I, column (d), line 26	1a		556,828.
b Program-related investments— total from Part IX-B.	1b		
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2		
3 Amounts set aside for specific charitable projects that satisfy the:			
a Suitability test (prior IRS approval required)	3a		
b Cash distribution test (attach the required schedule)	3b		
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4		556,828.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5		
6 Adjusted qualifying distributions Subtract line 5 from line 4	6		556,828.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				13,172.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only			0.	
b Total for prior years, 2003, 2004, 2005		0.		
c Excess distributions carryover from 2002				
d Total				
e From 2003				
f Total of lines 3a through 3e	0.			
4 Qualifying distributions for 2007 from Part XII, line 4: ▶ \$ 556,828				
a Applied to 2006, but not more than line 2a			0.	
b Applied to undistributed income of prior years (if election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2007 distributable amount				13,172.
e Remaining amount distributed out of corpus	543,656.			
5 Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	543,656.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount (see instructions)		0.		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount (see instructions)			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(e)(1)(F) or 4942(f)(3) (see instructions)	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	543,656.			
10 Analysis of line 9:				
a Excess from 2003				
b Excess from 2004				
c Excess from 2005				
d Excess from 2006				
e Excess from 2007	543,656.			

**Part VII Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling \_\_\_\_\_

b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5) \_\_\_\_\_

	Tax year				(e) Total
	(a) 2007	(b) 2008	(c) 2005	(d) 2004	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c.					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part VIII Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

SEE STATEMENT 10

b The form in which applications should be submitted and information and materials they should include:

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

SEE STATEMENT FOR LINE 2A

**Supplementary Information (continued)**

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				
Total b Approved for future payment				

Total

3b





**Schedule B**  
**(Form 990, 990-EZ,**  
**or 990-PF)**

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

Supplementary Information for  
line 1 of Form 990, 990-EZ and 990-PF (see instructions)

OMB No 1545-0047

**2007**

Name of organization  
**VALLEY CLEAN AIR NOW**

Employer identification number  
**37-1450235**

**Organization type (check one):**

Fillers of:

Form 990 or 990-EZ

**Section:**

- 501(c)(\_\_\_\_) (enter number) organization
- 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule— see instructions.)

**General Rule —**

- For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules —**

- For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)
- For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc. purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc. purpose. Do not complete any of the Parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc. contributions of \$5,000 or more during the year.) . . . . . ▶ \$

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF) but they must check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization

Employer identification number

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**Part II** Contributors (See Specific Instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CHEVRON CORPORATION 3585 MAPLE STREET, SUITE 278 VENTURA, CA 93003	\$ 1,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	PACIFIC GAS & ELECTRIC 1 MARKET SPEAR TWR, STE 2400 SAN FRANCISCO, CA 94105-1126	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ASTRAZENECA 1800 CONCORD PIKE WILMINGTON, DE 19850-5437	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

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**Noncash Property** (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
N/A		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Name of organization

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Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry.)

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of \$1,000 or less for the year. (Enter this information once— see Instructions.) N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transferor of gift Transferor's name, address, and ZIP + 4		(e) Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transferor of gift Transferor's name, address, and ZIP + 4		(e) Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transferor of gift Transferor's name, address, and ZIP + 4		(e) Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transferor of gift Transferor's name, address, and ZIP + 4		(e) Relationship of transferor to transferee	

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**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 11**  
**OTHER INCOME**

PROGRAM SERVICE REVENUE

TOTAL

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16A**  
**LEGAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BELL MCANDREWS & HILTACHK	\$ 203.			
<b>TOTAL</b>	<b>\$ 203.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BREGANTE & CO...	\$ 2,000.			
VLC FINANCIAL SERVICES..	6,000.			
<b>TOTAL</b>	<b>\$ 8,000.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHRISTINA DAYTON - TITU OUTREACH.	\$ 807.			\$ 807.
DOUG LAWSON - TITU REPORTS	1,600.			1,600.
JUDITH BUETHE - STOCKTON & BAKERSFIELD	0			0
LUCAS ADVOCATES - TITU	22,500.			22,500.
MARY TESCHNER - TITU	25,000.			22,500.
PORTER NOVELLI - 2007 FEES	630.			630.
PORTER NOVELLI - 2007 FEES	35,116.			10,166.
PORTER NOVELLI - 2008 CLEAN AIR BIZ EXPO	39,000.			36,000.
PORTER NOVELLI - 2008 TITU OUTREACH	7,715.			7,715.
PORTER NOVELLI - 2008 TUNE IN TUNE UP	40,000.			30,000.
PORTER NOVELLI - GRANT MANAGEMENT.	35,000.			
PORTER NOVELLI - MEDIA RELATIONS.	40,000.			
PORTER NOVELLI - PROJECT MANAGEMENT	30,000.			

STATEMENT 4 (CONTINUED)  
FORM 990-PF, PART I, LINE 16C  
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTER NOVELLI - STRATEGIC PLANNING	\$ 41,000.			
PORTER NOVELLI - WEBSITE MAINTENANCE	10,000.			\$ 8,000.
ROGER TESCHNER - TITU	5,000.			5,000.
TONY MORENO - STOCKTON & BAKERSFIELD OUT	20,000.			20,000.
TOTAL	\$ 353,368.	\$ 0.	\$ 0.	\$ 164,918.

STATEMENT 5  
FORM 990-PF, PART I, LINE 18  
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AG REGISTRY OF CHARITABLE TRUSTS..	\$ 150.			
FRANCHISE TAX BOARD	10.			
TOTAL	\$ 160.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 6  
FORM 990-PF, PART I, LINE 23  
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2007 TUTI VOUCHER REDEMPTION	\$ 10,691.			\$ 4,681.
2008 CLEAN AIR BUSINESS EXPO..	99,217.			95,377.
2008 MEDIA BUYS	75,743.			40,555.
CONSULTANT EXPENSE REIMBURSEMENTS	22,370.			
EVENT COSTS - 2008 TUNE IN TUNE UP	34,369.			25,267.
EVENT SPONSORSHIPS	3,973.			3,473.
GRANTS MADE PRIOR TO 1/31/08	78,000.			
INSURANCE	4,508.			
MISC	7,497.			
TUNE IN TUNE UP 2008 MISC	50.			50.
VOUCHER REDEMPTION 2008 TITU	144,396.			87,805.
TOTAL	\$ 480,814.	\$ 0.	\$ 0.	\$ 257,208.

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**STATEMENT 7**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
OCTAVEA DIENER 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	TRUSTEE 1.00	\$ 0.	\$ 0.	0
PAUL BETANCOURT 83650 N. FRSNO ST., SUITE 410 FRESNO, CA 93720	SECRETARY 1.00	0.	0.	0.
FREDERICK R. RUIZ 8365 N. FRESNO ST. FRESNO, CA 93720	TRUSTEE 1.00	0.	0.	0.
JOHN HARRIS 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	TRUSTEE 1.00	0.	0.	0.
RICHARD SHELLENBERG 8365 N. FRESNO ST. FRESNO, CA 93720	TRUSTEE 1.00	0.	0.	0.
DOUGLAS W. WILHOIT, JR. 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	TRUSTEE 1.00	0.	0.	0.
K.C. BISHOP 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	TRUSTEE 1.00	0.	0.	0.
JOSEPH DREW 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	PRESIDENT 1.00	0.	0.	0.
MICHAEL MARTIN 8365 N. FRESNO ST., SUITE 410 FRESNO, CA 93720	VICE PRESIDENT 1.00	0.	0.	0.
		TOTAL \$	0. \$	0. \$

**STATEMENT 8**  
**FORM 990-PF, PART IX-A, LINE 1**  
**SUMMARY OF DIRECT CHARITABLE ACTIVITIES**

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
HELD TUNE IN TUNE UP EVENTS, A CAR CLEAN UP OUTREACH EFFORT TO HELP ELIMINATE MOBILE SOURCE POLLUTANTS GENERATED BY OLDER, "OUT OF TUNE" CARS IN THE SAN JOAQUIN VALLEY. EVENTS WERE HELD AS FOLLOWS:  AVENAL 9/6/08, 5/17/08 RIO HONDA 10/4/08 VISALIA 10/11/08	\$ 186,056.

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FEDERAL STATEMENTS

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STATEMENT 8 (CONTINUED)  
FORM 990-PF, PART IX-A, LINE 1  
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
PARLIER 3/29/08	

STATEMENT 9  
FORM 990-PF, PART IX-A, LINE 2  
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
HELD ENERGY & CLEAN AIR BUSINESS EXPOS, WHICH HELP BUSINESSES LEARN HOW TO INCORPORATE ENERGY-EFFICIENT METHODS, RECYCLING, WATER CONSERVATION, AND CLEAN AIR VALUES INTO EVERYDAY OPERATIONS TO REDUCE THEIR COST OF DOING BUSINESS. EVENTS WERE HELD AS FOLLOWS:  BAKERSFIELD 1/31/08 FRESNO 9/25/08 STOCKTON 12/4/08	\$ 151,432.

STATEMENT 10  
FORM 990-PF, PART XV, LINE 2A-D  
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: VALLEY CAN GRANT PROGRAM  
NAME: VALLEY CAN  
CARE OF: KARI MISKIT  
STREET ADDRESS: 921 11TH ST., SUITE 250  
CITY, STATE, ZIP CODE: SACRAMENTO, CA 95814  
TELEPHONE: 800-806-2004  
FORM AND CONTENT: APPLICATION FORM IS AVAILABLE IN PDF ON THE WEB SITE. ADDITIONAL ATTACHMENTS ARE AS FOLLOWS:  
1. FINANCES TO INCLUDE PROJECT BUDGET AND ADDITIONAL FUNDERS.  
2. LIST OF BOARD MEMBERS AND THEIR AFFILIATIONS IF APPLICABLE.  
SUBMISSION DEADLINES: 11/4/2009  
RESTRICTIONS ON AWARDS: VALLEY CAN DOES NOT GRANT FUNDS TO COVER STAFF TIME, SALARIES, OR OVERHEAD.

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STATEMENT 11  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
SAN JOAQUIN VALLEY AIR POLLUTION CONTROL 4800 ENTERPRISE WAY MODESTO, CA 95356		N/A	"CLEAN GREEN YARD MACHINES" 2008 LAWN MOWER TRADE-IN PROGRAM	\$ 10,000.
OPERATION CLEAN AIR 1322 E. SHAW, SUITE 430 FRESNO, CA 23710		N/A	MOBILE SOURCE CONTROL PROJECT - CARB DRAYAGE TRUCK RULE	14,250
CSU FRESNO FOUNDATION 5241 N MAPLE AVE. FRESNO, CA 93740		N/A	MONITORING EMISSIONS FROM LANDSCAPE MAINTENANCE OPERATIONS IN THE SAN JOAQUIN VALLEY	27,025.
KVPT, VALLEY PUBLIC TELEVISION 1544 VAN NESS AVE. FRESNO, CA 93721		N/A	KVPT BE MORE GREEN CAMPAIGN	30,000.
KERN COUNCIL OF GOVERNMENTS 1401 19TH STREET, SUITE 300 BAKERSFIELD, CA 93301		N/A	ROAD TO DISCOVERY - CLEAN AIR PROJECT	2,275.
BIKE BAKERSFIELD 1708 CHESTER AVE BAKERSFIELD, CA 93301		N/A	AIR QUALITY MITIGATION FUNDING	2,652.
GREATER STOCKTON CHAMBER OF COMMERCE 445 W WEBER AVE #220 STOCKTON, CA 95203		N/A	ESTABLISH A MULTI-MARKETING ADVERTISING CAMPAIGN AND ENERGY & AIR QUALITY CONSERVATION WORKSHOPS.	12,500.
SAN JOAQUIN VALLEY CLEAN ENERGY ORGANIZA 4747 NORTH FIRST STREET, SUITE 140 FRESNO, CA 93726		N/A	ARVIN CLEAN ENERGY PROGRAM	28,000.
SAN JOAQUIN DELTA COLLEGE ATTEI 1101 E. UNIVERSITY AVE. FRESNO, CA 93741		N/A	EMISSIONS-RELATE D DIAGNOSTIC EQUIPMENT FOR 2008 STOCKTON TUNE IN AND TUNE UP	8,000.

TOTAL \$ 134,702.