Form **990**

Department of the Treasury
Internal Revenue Service

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047

2008

Open to Public Inspection

A For the 2008 calendar year, or tax year beginning JUL 1, 2008 and ending JUN 30, 2009

B Check if applicable: [ ] Address change [ ] Name change [ ] Initial return [ ] Termination [ ] Amended return [ ] Application pending

Please use IRS label or print or type See Specific Instructions

C Name of organization: MS. FOUNDATION FOR WOMEN, INC.

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address): 12 METROTECH CENTER — Room/suite: 26 FL

City or town, state or country, and ZIP + 4: BROOKLYN, NY 11201

D Employer identification number: 23-7252609

E Telephone number: (212)742-2300

G Gross receipts $ 45,863,668.

F Name and address of principal officer: SARA GOULD
SAME AS C ABOVE

H(a) Is this a group return for affiliates? [ ] Yes [X] No

H(b) Are all affiliates included? [ ] Yes [ ] No
If "No," attach a list (see instructions)

H(c) Group exemption number ▶

I Tax-exempt status: [X] 501(c) (3) ◀ (insert no) [ ] 4947(a)(1) or [ ] 527

J Website: ▶ WWW.MS.FOUNDATION.ORG

K Type of organization: [X] Corporation [ ] Trust [ ] Association [ ] Other ▶

L Year of formation: 1972 **M** State of legal domicile NY

Part I Summary

Activities & Governance

1 Briefly describe the organization's mission or most significant activities MS FOUNDATION FOR WOMEN IS A PUBLIC FOUNDATION WORKING TOWARD PROGRESSIVE POLICY AND CULTURE

2 Check this box ▶ [ ] if the organization discontinued its operations or disposed of more than 25% of its assets

3	Number of voting members of the governing body (Part VI, line 1a)	3	15
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	15
5	Total number of employees (Part V, line 2a)	5	46
6	Total number of volunteers (estimate if necessary)	6	18
7a	Total gross unrelated business revenue from Part VIII, line 12, column (C)	7a	0.
b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.

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			Prior Year	Current Year
Revenue	8	Contributions and grants (Part VIII, line 1h)	10,211,601.	10,282,536.
	9	Program service revenue (Part VIII, line 2g)		
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	2,986,509.	-340,354.
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	-4,197.	-167,477.
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	13,193,913.	9,774,705.
Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	4,636,656.	3,923,180.
	14	Benefits paid to or for members (Part IX, column (A), line 4)		
	15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	2,473,743.	2,977,053.
	16a	Professional fundraising fees (Part IX, column (A), line 11e)		
	b	Total fundraising expenses (Part IX, column (D), line 25) ▶ 1,107,585.		
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24f)	2,402,300.	2,534,705.
	18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	9,512,699.	9,434,938.
	19	Revenue less expenses Subtract line 18 from line 12	3,681,214.	339,767.
			Beginning of Year	**End of Year**
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	41,288,545.	38,289,891.
	21	Total liabilities (Part X, line 26)	1,956,072.	1,706,871.
	22	Net assets or fund balances Subtract line 21 from line 20	39,332,473.	36,583,020.

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 ▶ Sara K Gould — Signature of officer — 2/12/2010 Date

▶ SARA GOULD, PRESIDENT/CEO — Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ Barbara Van Buyen — Date 2/9/2010 — Check if self-employed ▶ [ ] — Preparer's identifying number (see instructions)

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ O'CONNOR DAVIES MUNNS & DOBBINS, LLP
500 MAMARONECK AVENUE
HARRISON, NY 10528-1633

EIN ▶

Phone no. ▶ (914) 381-8900

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

SEE SCHEDULE O FOR ORGANIZATION MISSION STATEMENT CONTINUATION

SCANNED MAR 1 1 2010

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Part III | Statement of Program Service Accomplishments (see instructions)

1 Briefly describe the organization's mission SEE SCHEDULE O FOR CONTINUATION
THE MS FOUNDATION FOR WOMEN SUPPORTS THE EFFORTS OF WOMEN AND GIRLS TO GOVERN THEIR OWN LIVES AND INFLUENCE THE WORLD AROUND THEM. THROUGH ITS LEADERSHIP, EXPERTISE, AND FINANCIAL SUPPORT THE FOUNDATION CHAMPIONS AN EQUITABLE SOCIETY BY EFFECTING CHANGE IN PUBLIC

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [X] Yes [ ] No
If "Yes", describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [ ] Yes [X] No
If "Yes", describe these changes on Schedule O

4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported
SEE SCHEDULE O FOR CONTINUATION(S)

4a (Code) (Expenses $ 1,879,303. including grants of $ 1,476,200.) (Revenue $)
BUILDING DEMOCRACY - THROUGH CIVIC ENGAGEMENT INITIATIVES AND CONSTITUENCY BUILDING, THE MS. FOUNDATION AND ITS GRANTEES ARE WORKING TO BUILD A JUST AND PARTICIPATORY DEMOCRACY. LONG TERM IMPACT GOALS INCLUDE: 1) CHANGES IN POLICIES AND CULTURE THAT IMPROVE THE STATUS OF WOMEN; 2) INCREASED POWER AND RECOGNITION OF WOMEN WHO FACE MULTIPLE OPPRESSIONS TO DRIVE PROGRESSIVE INSTITUTIONS AND MOVEMENTS;3) INCREASED CONNECTIONS ACROSS ISSUES, MOVEMENTS, LEVELS AND CONSTITUENCIES, AND 4) BUILDING A STRONG, DIVERSE, WOMEN-CENTERED PROGRESSIVE SOCIAL JUSTICE MOVEMENT AND INFRASTRUCTURE. WE MADE 36 GRANTS TO 35 ORGANIZATIONS. WE HELD A GRANTEE CONVENING IN DECEMBER 2008 ATTENDED BY 35 PARTICIPANTS THAT PROVIDED CAPACITY BUILDING IN THE AREAS OF CROSS-ISSUE ORGANIZING AND COLLABORATION, EVALUATION BEST

4b (Code) (Expenses $ 1,863,732. including grants of $ 1,457,100.) (Revenue $)
WOMEN'S HEALTH - THE FOUNDATION SUPPORTS ADVOCACY AND POLICY CHANGE RELATED TO REPRODUCTIVE RIGHTS AND JUSTICE, COMPREHENSIVE SEXUALITY EDUCATION AND WOMEN LIVING WITH HIV AND AIDS. LONG TERM IMPACT GOALS INCLUDE: 1) CHANGES IN POLICIES AND CULTURE THAT IMPROVE THE STATUS OF WOMEN; 2) INCREASED POWER AND RECOGNITION OF WOMEN WHO FACE MULTIPLE OPPRESSIONS TO DRIVE PROGRESSIVE INSTITUTIONS AND MOVEMENTS;3) INCREASED CONNECTIONS ACROSS ISSUES, MOVEMENTS, LEVELS AND CONSTITUENCIES, AND 4) BUILDING A STRONG, DIVERSE, WOMEN-CENTERED PROGRESSIVE SOCIAL JUSTICE MOVEMENT AND INFRASTRUCTURE. WE MADE 56 GRANTS TO 46 ORGANIZATIONS. WE HELD TWO CONVENINGS (DECEMBER 2008 AND APRIL 2009) AND CO-SPONSORED A THIRD CONVENING (FEBRUARY 2009) ATTENDED BY A TOTAL OF 98 PARTICIPANTS THAT PROVIDED CAPACITY BUILDING IN THE

4c (Code) (Expenses $ 651,753. including grants of $ 505,000.) (Revenue $)
ECONOMIC JUSTICE - THE FOUNDATION SUPPORTS A RANGE OF STRATEGIES TO ASSIST LOW-INCOME WOMEN IN THEIR EFFORTS TO SUPPORT THEMSELVES AND THEIR FAMILIES, INCLUDING WORKERS' RIGHTS, JOB TRAINING AND CHILDCARE. LONG TERM IMPACT GOALS INCLUDE: 1) CHANGES IN POLICIES AND CULTURE THAT IMPROVE THE STATUS OF WOMEN; 2) INCREASED POWER AND RECOGNITION OF WOMEN WHO FACE MULTIPLE OPPRESSIONS TO DRIVE PROGRESSIVE INSTITUTIONS AND MOVEMENTS;3) INCREASED CONNECTIONS ACROSS ISSUES, MOVEMENTS, LEVELS AND CONSTITUENCIES, AND 4) BUILDING A STRONG, DIVERSE, WOMEN-CENTERED PROGRESSIVE SOCIAL JUSTICE MOVEMENT AND INFRASTRUCTURE. WE MADE 20 GRANTS TO 20 ORGANIZATIONS. WE HELD A GRANTEE CONVENING IN MARCH 2009 ATTENDED BY 29 PARTICIPANTS THAT PROVIDED CAPACITY BUILDING IN THE AREAS OF ADVANCING POLICY CHANGE THROUGH STRATEGIC

4d Other program services (Describe in Schedule O)
(Expenses $ 1,874,796. including grants of $ 484,880.) (Revenue $)

4e **Total program service expenses** ▶ $ 6,269,584. *(Must equal Part IX, Line 25, column (B))*

Part IV | Checklist of Required Schedules

			Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? *If "Yes," complete Schedule A*	1	X	
2	Is the organization required to complete Schedule B, Schedule of Contributors?	2	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*	3		X
4	**Section 501(c)(3) organizations.** Did the organization engage in lobbying activities? *If "Yes," complete Schedule C, Part II*	4	X	
5	**Section 501(c)(4), 501(c)(5), and 501(c)(6) organizations.** Is the organization subject to the section 6033(e) notice and reporting requirement and proxy tax? *If "Yes," complete Schedule C, Part III*	5		
6	Did the organization maintain any donor advised funds or any accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? *If "Yes," complete Schedule D, Part I*	6	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*	7		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? *If "Yes," complete Schedule D, Part III*	8		X
9	Did the organization report an amount in Part X, line 21, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? *If "Yes," complete Schedule D, Part IV*	9		X
10	Did the organization hold assets in term, permanent, or quasi-endowments? *If "Yes," complete Schedule D, Part V*	10	X	
11	Did the organization report an amount in Part X, lines 10, 12, 13, 15, or 25? *If "Yes," complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable*	11	X	
12	Did the organization receive an audited financial statement for the year for which it is completing this return that was prepared in accordance with GAAP? *If "Yes," complete Schedule D, Parts XI, XII, and XIII*	12	X	
13	Is the organization a school as described in section 170(b)(1)(A)(ii)? *If "Yes," complete Schedule E*	13		X
14a	Did the organization maintain an office, employees, or agents outside of the U S ?	14a		X
b	Did the organization have aggregate revenues or expenses of more than $10,000 from grantmaking, fundraising, business, and program service activities outside the U S ? *If "Yes," complete Schedule F, Part I*	14b		X
15	Did the organization report on Part IX, column (A), line 3, more than $5,000 of grants or assistance to any organization or entity located outside the United States? *If "Yes," complete Schedule F, Part II*	15		X
16	Did the organization report on Part IX, column (A), line 3, more than $5,000 of aggregate grants or assistance to individuals located outside the United States? *If "Yes," complete Schedule F, Part III*	16		X
17	Did the organization report more than $15,000 on Part IX, column (A), line 11e? *If "Yes," complete Schedule G, Part I*	17	X	
18	Did the organization report more than $15,000 total on Part VIII, lines 1c and 8a? *If "Yes," complete Schedule G, Part II*	18	X	
19	Did the organization report more than $15,000 on Part VIII, line 9a? *If "Yes," complete Schedule G, Part III*	19		X
20	Did the organization operate one or more hospitals? *If "Yes," complete Schedule H*	20		X
21	Did the organization report more than $5,000 on Part IX, column (A), line 1? *If "Yes," complete Schedule I, Parts I and II*	21	X	
22	Did the organization report more than $5,000 on Part IX, column (A), line 2? *If "Yes," complete Schedule I, Parts I and III*	22		X
23	Did the organization answer "Yes" to Part VII, Section A, questions 3, 4, or 5? *If "Yes," complete Schedule J*	23	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? *If "Yes," answer questions 24b-24d and complete Schedule K If "No", go to question 25*	24a		X
b	Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?	24b		
c	Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?	24c		
d	Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?	24d		
25a	**Section 501(c)(3) and 501(c)(4) organizations.** Did the organization engage in an excess benefit transaction with a disqualified person during the year? *If "Yes," complete Schedule L, Part I*	25a		X
b	Did the organization become aware that it had engaged in an excess benefit transaction with a disqualified person from a prior year? *If "Yes," complete Schedule L, Part I*	25b		X
26	Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? *If "Yes," complete Schedule L, Part II*	26		X
27	Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, or substantial contributor, or to a person related to such an individual? *If "Yes," complete Schedule L, Part III*	27		X

Part IV Checklist of Required Schedules *(continued)*

			Yes	No
28	During the tax year, did any person who is a current or former officer, director, trustee, or key employee			
a	Have a direct business relationship with the organization (other than as an officer, director, trustee, or employee), or an indirect business relationship through ownership of more than 35% in another entity (individually or collectively with other person(s) listed in Part VII, Section A)? *If "Yes," complete Schedule L, Part IV*	28a		X
b	Have a family member who had a direct or indirect business relationship with the organization? *If "Yes," complete Schedule L, Part IV*	28b		X
c	Serve as an officer, director, trustee, key employee, partner, or member of an entity (or a shareholder of a professional corporation) doing business with the organization? *If "Yes," complete Schedule L, Part IV*	28c		X
29	Did the organization receive more than $25,000 in non-cash contributions? *If "Yes," complete Schedule M*	29	X	
30	Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? *If "Yes," complete Schedule M*	30		X
31	Did the organization liquidate, terminate, or dissolve and cease operations? *If "Yes," complete Schedule N, Part I*	31		X
32	Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? *If "Yes," complete Schedule N, Part II*	32		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? *If "Yes," complete Schedule R, Part I*	33		X
34	Was the organization related to any tax-exempt or taxable entity? *If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1*	34		X
35	Is any related organization a controlled entity within the meaning of section 512(b)(13)? *If "Yes," complete Schedule R, Part V, line 2*	35		X
36	**Section 501(c)(3) organizations.** Did the organization make any transfers to an exempt non-charitable related organization? *If "Yes," complete Schedule R, Part V, line 2*	36		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? *If "Yes," complete Schedule R, Part VI*	37		X

Part V Statements Regarding Other IRS Filings and Tax Compliance

					Yes	No
1a	Enter the number reported in Box 3 of Form 1096, Annual Summary and Transmittal of U S Information Returns. Enter -0- if not applicable	1a	23			
b	Enter the number of Forms W-2G included in line 1a Enter -0- if not applicable	1b	0			
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?			1c	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	46			
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns?			2b	X	
	Note. If the sum of lines 1a and 2a is greater than 250, you may be required to *e-file* this return (see instructions)					
3a	Did the organization have unrelated business gross income of $1,000 or more during the year covered by this return?			3a		X
b	If "Yes," has it filed a Form 990-T for this year? *If "No," provide an explanation in Schedule O*			3b		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?			4a		X
b	If "Yes," enter the name of the foreign country. ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts.					
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?			5a		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?			5b		X
c	If "Yes," to question 5a or 5b, did the organization file Form 8886-T, Disclosure by Tax-Exempt Entity Regarding Prohibited Tax Shelter Transaction?			5c		
6a	Did the organization solicit any contributions that were not tax deductible?			6a		X
b	If "Yes," *did the organization include with every solicitation an express statement that such contributions or gifts* were not tax deductible?			6b		
7	**Organizations that may receive deductible contributions under section 170(c).**					
a	Did the organization provide goods or services in exchange for any quid pro quo contribution of more than $75?			7a	X	
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?			7b	X	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?			7c		X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d				
e	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			7e		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			7f		X
g	For all contributions of qualified intellectual property, did the organization file Form 8899 as required?			7g		X
h	For contributions of cars, boats, airplanes, and other vehicles, did the organization file a Form 1098-C as required?			7h		X
8	**Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.** Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?			8		X
9	**Section 501(c)(3) and other sponsoring organizations maintaining donor advised funds.**					
a	Did the organization make any taxable distributions under section 4966?			9a		X
b	Did the organization make a distribution to a donor, donor advisor, or related person?			9b		X
10	**Section 501(c)(7) organizations.** Enter. N/A					
a	Initiation fees and capital contributions included on Part VIII, line 12	10a				
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b				
11	**Section 501(c)(12) organizations.** Enter N/A					
a	Gross income from members or shareholders	11a				
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)	11b				
12a	**Section 4947(a)(1) non-exempt charitable trusts.** Is the organization filing Form 990 in lieu of Form 1041?			12a		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year N/A	12b				

Part VI Governance, Management, and Disclosure *(Sections A, B, and C request information about policies not required by the Internal Revenue Code.)*

Section A. Governing Body and Management

			Yes	No
	For each "Yes" response to lines 2-7b below, and for a "No" response to lines 8 or 9b below, describe the circumstances, processes, or changes in Schedule O. See instructions.			
1a	Enter the number of voting members of the governing body — 1a: 15			
b	Enter the number of voting members that are independent — 1b: 15			
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2		X
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?	3		X
4	Did the organization make any significant changes to its organizational documents since the prior Form 990 was filed?	4		X
5	Did the organization become aware during the year of a material diversion of the organization's assets?	5		X
6	Does the organization have members or stockholders?	6		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?	7a		X
b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?	7b		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:			
a	The governing body?	8a	X	
b	Each committee with authority to act on behalf of the governing body?	8b		X
9a	Does the organization have local chapters, branches, or affiliates?	9a		X
b	If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?	9b		
10	Was a copy of the Form 990 provided to the organization's governing body before it was filed? All organizations must describe in Schedule O the process, if any, the organization uses to review the Form 990	10	X	
11	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? *If "Yes," provide the names and addresses in Schedule O*	11		X

Section B. Policies

			Yes	No
12a	Does the organization have a written conflict of interest policy? *If "No," go to line 13*	12a	X	
b	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b	X	
c	Does the organization regularly and consistently monitor and enforce compliance with the policy? *If "Yes," describe in Schedule O how this is done*	12c	X	
13	Does the organization have a written whistleblower policy?	13		X
14	Does the organization have a written document retention and destruction policy?	14	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision:			
a	The organization's CEO, Executive Director, or top management official?	15a	X	
b	Other officers or key employees of the organization?	15b	X	
	Describe the process in Schedule O. (see instructions)			
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a		X
b	If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?	16b		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed ▶NY

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.

☐ Own website ☒ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization ▶

SUSAN WEFALD - (212)742-2300
12 METROTECH CENTER, BROOKLYN , NY 11201

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

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

1a Complete this table for all persons required to be listed Use Schedule J-2 if additional space is needed

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation, and **current** key employees. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- 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 the organization did not compensate any officer, director, trustee, or key employee

(A) Name and Title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
KATIE GROVER CHAIR	1.00	X		X				0.	0.	0.
PHEOBE ENG VICE CHAIR	1.00	X		X				0.	0.	0.
ELIZABETH BREMNER TREASURER	1.00	X		X				0.	0.	0.
SARA MELENDEZ SECRETARY	1.00	X		X				0.	0.	0.
ASHLEY BLANCHARD DIRECTOR	1.00	X						0.	0.	0.
ANNE DELANEY DIRECTOR	1.00	X						0.	0.	0.
EMILIENNE DE LEON AULINA DIRECTOR	1.00	X						0.	0.	0.
JEANNIE DIEFENDERFER DIRECTOR	1.00	X						0.	0.	0.
DON MCPHERESON DIRECTOR	1.00	X						0.	0.	0.
WENDA WEEKES MOORE DIRECTOR	1.00	X						0.	0.	0.
CATHY RAPHAEL DIRECTOR	1.00	X						0.	0.	0.
RENE A. REDWOOD DIRECTOR	1.00	X						0.	0.	0.
KATHLEEN STEPHANSEN DIRECTOR	1.00	X						0.	0.	0.
DOROTHY Q. THOMAS DIRECTOR	1.00	X						0.	0.	0.
VERNA WILLIAMS DIRECTOR	1.00	X						0.	0.	0.
SARA GOULD PRESIDENT/CEO	40.00			X				209,256.	0.	21,169.
SUSAN WEFALD COO	40.00				X			154,114.	0.	13,692.

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

(A) Name and title	(B) Average hours per week	(C) Position: Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former	(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
ELLEN BRAUNE VP OF COMMUNICATIONS	40.00					X		128,344.	0.	1,724.
PATRICIA ENG VP PROGRAM	40.00					X		123,256.	0.	21,134.
MARY OBERMAN VP OF DEVELOPMENT	40.00					X		145,070.	0.	1,866.
1b Total ▶								760,040.	0.	59,585.

2 Total number of individuals (including those in 1a) who received more than $100,000 in reportable compensation from the organization ▶ 5

		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*	3		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*	4	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization for services rendered to the organization? *If "Yes," complete Schedule J for such person*	5		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

(A) Name and business address	(B) Description of services	(C) Compensation
RCM TECHNOLOGIES, 36 HARBOR PARK DRIVE , PORT WASHINGTON , NY 11050	COMPUTER NETWORK SERVICE	154,800.
BRIDGELINE SOFTWARE, INC. 10 SIXTH ROAD, WORBURN , MA 10801	WEBSITE CONSULTATION & DESIGN	126,157.

2 Total number of independent contractors (including those in 1) who received more than $100,000 in compensation from the organization ▶ 2

Part VIII Statement of Revenue

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
Contributions, gifts, grants and other similar amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c 921,463.				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 9361073.				
	g Noncash contributions included in lines 1a-1f $ 225,485.					
	h **Total.** Add lines 1a-1f ▶		10282536.			
Program Service Revenue		Business Code				
	2 a					
	b					
	c					
	d					
	e					
	f All other program service revenue					
	g **Total.** Add lines 2a-2f ▶					
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts) ▶		759,094.			759,094.
	4 Income from investment of tax-exempt bond proceeds ▶					
	5 Royalties ▶					
		(i) Real / (ii) Personal				
	6 a Gross Rents					
	b Less: rental expenses					
	c Rental income or (loss)					
	d Net rental income or (loss) ▶					
	7 a Gross amount from sales of assets other than inventory	(i) Securities 34686697 / (ii) Other				
	b Less: cost or other basis and sales expenses	35786145				
	c Gain or (loss)	-1099448				
	d Net gain or (loss) ▶		-1099448.			-1099448.
	8 a Gross income from fundraising events (not including $ 921,463. of contributions reported on line 1c) See Part IV, line 18	a 133,950.				
	b Less: direct expenses	b 302,818.				
	c Net income or (loss) from fundraising events ▶		-168,868.			-168,868.
	9 a Gross income from gaming activities See Part IV, line 19	a				
	b Less direct expenses	b				
	c Net income or (loss) from gaming activities ▶					
	10 a Gross sales of inventory, less returns and allowances	a				
	b Less cost of goods sold	b				
	c Net income or (loss) from sales of inventory ▶					
	Miscellaneous Revenue	Business Code				
	11 a OTHER INCOME	900099	1,391.			1,391.
	b					
	c					
	d All other revenue					
	e **Total.** Add lines 11a-11d ▶		1,391.			
	12 **Total Revenue.** Add lines 1h, 2g, 3, 4, 5, 6d, 7d, 8c, 9c, 10c, and 11e ▶		9,774,705.	0.	0.	-507,831.

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) but are not required to complete columns (B), (C), and (D).

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 governments and organizations in the U.S. See Part IV, line 21	3,923,180.	3,923,180.		
2 Grants and other assistance to individuals in the U S See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	400,039.	77,280.	322,759.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	2,062,734.	919,977.	474,756.	668,001.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	67,812.	31,695.	10,119.	25,998.
9 Other employee benefits	269,985.	128,737.	79,381.	61,867.
10 Payroll taxes	176,483.	76,034.	56,329.	44,120.
11 Fees for services (non-employees):				
a Management				
b Legal	33,835.	806.	32,572.	457.
c Accounting	50,000.		50,000.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	193,929.		193,929.	
g Other	560,508.	351,797.	125,002.	83,709.
12 Advertising and promotion	53,913.	24,871.	11,259.	17,783.
13 Office expenses	84,380.	28,163.	37,084.	19,133.
14 Information technology	254,115.	207,475.	30,130.	16,510.
15 Royalties				
16 Occupancy	560,077.	217,071.	209,935.	133,071.
17 Travel	54,904.	27,000.	16,349.	11,555.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	247,766.	206,162.	34,330.	7,274.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	120,738.		120,738.	
23 Insurance	37,938.		37,938.	
24 Other expenses. Itemize expenses not covered above. (Expenses grouped together and labeled miscellaneous may not exceed 5% of total expenses shown on line 25 below.)				
a EQUIPMENT RENTAL,REPAIR	97,899.	41,483.	56,416.	
b OTHER	84,818.	2,763.	76,353.	5,702.
c MOVING EXPENSES	61,583.		61,583.	
d DUES FEES AND SUBSCRIPT	30,688.	4,835.	13,448.	12,405.
e EVENT EXPENSE	7,614.	255.	7,359.	
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	9,434,938.	6,269,584.	2,057,769.	1,107,585.
26 Joint Costs Check here ▶ ☐ if following SOP 98-2. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation				

Part X Balance Sheet

					(A) Beginning of year		(B) End of year
Assets	1	Cash - non-interest-bearing			500.	1	500.
	2	Savings and temporary cash investments			8,354,360.	2	5,248,103.
	3	Pledges and grants receivable, net			4,423,746.	3	6,536,152.
	4	Accounts receivable, net			172,646.	4	24,376.
	5	Receivables from current and former officers, directors, trustees, key employees, or other related parties. Complete Part II of Schedule L				5	
	6	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) Complete Part II of Schedule L				6	
	7	Notes and loans receivable, net				7	
	8	Inventories for sale or use				8	
	9	Prepaid expenses and deferred charges			147,982.	9	43,313.
	10a	Land, buildings, and equipment cost basis	10a	1,816,093.			
	b	Less accumulated depreciation Complete Part VI of Schedule D	10b	660,108.	49,017.	10c	1,155,985.
	11	Investments - publicly traded securities			27,636,738.	11	24,822,386.
	12	Investments - other securities See Part IV, line 11				12	
	13	Investments - program-related See Part IV, line 11				13	
	14	Intangible assets				14	
	15	Other assets See Part IV, line 11			503,556.	15	459,076.
	16	**Total assets.** Add lines 1 through 15 (must equal line 34)			41,288,545.	16	38,289,891.
Liabilities	17	Accounts payable and accrued expenses			371,050.	17	169,949.
	18	Grants payable			1,498,620.	18	1,516,600.
	19	Deferred revenue			86,402.	19	20,322.
	20	Tax-exempt bond liabilities				20	
	21	Escrow account liability Complete Part IV of Schedule D				21	
	22	Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L				22	
	23	Secured mortgages and notes payable to unrelated third parties				23	
	24	Unsecured notes and loans payable				24	
	25	Other liabilities. Complete Part X of Schedule D				25	
	26	**Total liabilities.** Add lines 17 through 25			1,956,072.	26	1,706,871.
Net Assets or Fund Balances		**Organizations that follow SFAS 117, check here ▶ [X] and complete lines 27 through 29, and lines 33 and 34.**					
	27	Unrestricted net assets			5,392,183.	27	316,769.
	28	Temporarily restricted net assets			9,666,614.	28	12,164,482.
	29	Permanently restricted net assets			24,273,676.	29	24,101,769.
		Organizations that do not follow SFAS 117, check here ▶ [ ] 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			39,332,473.	33	36,583,020.
	34	Total liabilities and net assets/fund balances			41,288,545.	34	38,289,891.

Part XI Financial Statements and Reporting

			Yes	No
1	Accounting method used to prepare the Form 990 [ ] Cash [X] Accrual [ ] Other			
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a		X
b	Were the organization's financial statements audited by an independent accountant?	2b	X	
c	If "Yes" to lines 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?	2c	X	
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?	3a		X
b	If "Yes," did the organization undergo the required audit or audits?	3b		

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

To be completed by all section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047
2008
Open to Public Inspection

Name of the organization	Employer identification number
MS. FOUNDATION FOR WOMEN, INC.	23-7252609

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· (Please check only **one** organization)

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)
3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).** (Attach Schedule H)
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 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 the Part III.)
10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).** (see instructions)
11 ☐ 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 that describes the type of supporting organization and complete lines 11e through 11h

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2)

f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐

g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

		Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)		
(ii) A family member of a person described in (i) above?	11g(ii)		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)		

h Provide the following information about the organizations the organization supports

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document? Yes	No	(v) Did you notify the organization in col. (i) of your support? Yes	No	(vi) Is the organization in col. (i) organized in the U.S.? Yes	No	(vii) Amount of support
Total									

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule A (Form 990 or 990-EZ) 2008**

832021 12-17-08

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)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	8408564.	8221304.	9314325.	10211601.	10246610.	46402404.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 **Total.** Add lines 1 - 3	8408564.	8221304.	9314325.	10211601.	10246610.	46402404.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						10189373.
6 **Public Support.** Subtract line 5 from line 4						36213031.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	8408564.	8221304.	9314325.	10211601.	10246610.	46402404.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	381,542.	749,348.	794,919.	965,249.	759,094.	3650152.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	6,835.	5,084.	4,939.	2,621.	11,391.	30,870.
11 **Total support.** Add lines 7 through 10						50083426.

12 Gross receipts from related activities, etc (see instructions) | 12 | 760,592.

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

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f)) | 14 | 72.31 %

15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f | 15 | 63.94 %

16a **33 1/3% support test - 2008.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ [X]

b **33 1/3% support test - 2007.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

17a **10% -facts-and-circumstances test - 2008.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

b **10% -facts-and-circumstances test - 2007.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization ▶ ☐

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ ☐

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 **Total.** Add lines 1 - 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or $5,000						
c Add lines 7a and 7b						
8 **Public support** (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
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

15	Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	15	%
16	Public support percentage from 2007 Schedule A, Part IV-A, line 27g	16	%

Section D. Computation of Investment Income Percentage

17	Investment income percentage for **2008** (line 10c, column (f) divided by line 13, column (f))	17	%
18	Investment income percentage from **2007** Schedule A, Part IV-A, line 27h	18	%

19a **33 1/3% support tests - 2008.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here.** The organization qualifies as a publicly supported organization ▶ ☐

b **33 1/3% support tests - 2007.** 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 ▶ ☐

SCHEDULE C
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Political Campaign and Lobbying Activities

For Organizations Exempt From Income Tax Under section 501(c) and section 527

▶ To be completed by organizations described below.
▶ Attach to Form 990 or Form 990-EZ.

OMB No 1545-0047

2008

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If the organization answered "Yes," to Form 990, Part IV, line 3, or Form 990-EZ, Part VI, line 46 (Political Campaign Activities), then

- Section 501(c)(3) organizations Complete Parts I-A and B Do not complete Part I-C
- Section 501(c) (other than section 501(c)(3)) organizations. Complete Parts I-A and C below. Do not complete Part I-B
- Section 527 organizations: Complete Part I-A only

If the organization answered "Yes," to Form 990, Part IV, line 4, or Form 990-EZ, Part VI, line 47 (Lobbying Activities), then

- Section 501(c)(3) organizations that have filed Form 5768 (election under section 501(h)) Complete Part II-A Do not complete Part II-B
- Section 501(c)(3) organizations that have NOT filed Form 5768 (election under section 501(h)): Complete Part II-B Do not complete Part II-A

If the organization answered "Yes," to Form 990, Part IV, line 5 (Proxy Tax), then

- Section 501(c)(4), (5), or (6) organizations Complete Part III

Name of organization	Employer identification number
MS. FOUNDATION FOR WOMEN, INC.	23-7252609

Part I-A To be completed by all organizations exempt under section 501(c) and section 527 organizations.

See the instructions for Schedule C for details

1 Provide a description of the organization's direct and indirect political campaign activities in Part IV
2 Political expenditures ▶ $
3 Volunteer hours

Part I-B To be completed by all organizations exempt under section 501(c)(3).

See the instructions for Schedule C for details

1 Enter the amount of any excise tax incurred by the organization under section 4955 ▶ $ 0.
2 Enter the amount of any excise tax incurred by organization managers under section 4955 ▶ $ 0.
3 If the organization incurred a section 4955 tax, did it file Form 4720 for this year? ☐ Yes ☐ No
4a Was a correction made? ☐ Yes ☐ No
b If "Yes," describe in Part IV

Part I-C To be completed by all organizations exempt under section 501(c), except section 501(c)(3).

See the instructions for Schedule C for details.

1 Enter the amount directly expended by the filing organization for section 527 exempt function activities ▶ $
2 Enter the amount of the filing organization's funds contributed to other organizations for section 527 exempt function activities ▶ $
3 Total of direct and indirect exempt function expenditures Add lines 1 and 2 and enter here and on Form 1120 POL, line 17b ▶ $
4 Did the filing organization file **Form 1120-POL** for this year? ☐ Yes ☐ No
5 State the names, addresses and employer identification number (EIN) of all section 527 political organizations to which payments were made Enter the amount paid and indicate if the amount was paid from the filing organization's funds or were political contributions received and promptly and directly delivered to a separate political organization, such as a separate segregated fund or a political action committee (PAC) If additional space is needed, provide information in Part IV

(a) Name	(b) Address	(c) EIN	(d) Amount paid from filing organization's funds If none, enter -0-	(e) Amount of political contributions received and promptly and directly delivered to a separate political organization If none enter -0-

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule C (Form 990 or 990-EZ) 2008**

832041 12-18-08

Part II-A **To be completed by organizations exempt under section 501(c)(3) that filed Form 5768 (election under section 501(h)).** See the instructions for Schedule C for details

A Check ▶ ☐ if the filing organization belongs to an affiliated group

B Check ▶ ☐ if the filing organization checked box A and "limited control" provisions apply

Limits on Lobbying Expenditures (The term "expenditures" means amounts paid or incurred.)	(a) Filing organization's totals	(b) Affiliated group totals
1a Total lobbying expenditures to influence public opinion (grassroots lobbying)	58,862.	
b Total lobbying expenditures to influence a legislative body (direct lobbying)	21,035.	
c Total lobbying expenditures (add lines 1a and 1b)	79,897.	
d Other exempt purpose expenditures	8,247,456.	
e Total exempt purpose expenditures (add lines 1c and 1d)	8,327,353.	
f Lobbying nontaxable amount Enter the amount from the following table in both columns	566,368.	

If the amount on line 1e, column (a) or (b) is:	The lobbying nontaxable amount is:
Not over $500,000	20% of the amount on line 1e.
Over $500,000 but not over $1,000,000	$100,000 plus 15% of the excess over $500,000
Over $1,000,000 but not over $1,500,000	$175,000 plus 10% of the excess over $1,000,000
Over $1,500,000 but not over $17,000,000	$225,000 plus 5% of the excess over $1,500,000.
Over $17,000,000	$1,000,000.

	(a)	(b)
g Grassroots nontaxable amount (enter 25% of line 1f)	141,592.	
h Subtract line 1g from line 1a Enter -0- if line g is more than line a	0.	
i Subtract line 1f from line 1c Enter -0- if line f is more than line c	0.	

j If there is an amount other than zero on either line 1h or line 1i, did the organization file Form 4720 reporting section 4911 tax for this year? ☐ Yes ☐ No

4-Year Averaging Period Under Section 501(h)
(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 2a through 2f of the instructions.)

Lobbying Expenditures During 4-Year Averaging Period

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) Total
2a Lobbying non-taxable amount	521,471.	595,405.	453,952.	566,368.	2,137,196.
b Lobbying ceiling amount (150% of line 2a, column(e))					3,205,794.
c Total lobbying expenditures	138,000.	147,938.	39,100.	79,897.	404,935.
d Grassroots non-taxable amount	130,368.	123,851.	135,988.	141,592.	531,799.
e Grassroots ceiling amount (150% of line 2d, column (e))					797,699.
f Grassroots lobbying expenditures				58,862.	58,862.

Part II-B To be completed by organizations exempt under section 501(c)(3) that have NOT filed Form 5768 (election under section 501(h)). See the instructions for Schedule C for details.

		(a) Yes	(a) No	(b) Amount
1	During the year, did the filing organization attempt to influence foreign, national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of			
a	Volunteers?			
b	Paid staff or management (include compensation in expenses reported on lines 1c through 1i)?			
c	Media advertisements?			
d	Mailings to members, legislators, or the public?			
e	Publications, or published or broadcast statements?			
f	Grants to other organizations for lobbying purposes?			
g	Direct contact with legislators, their staffs, government officials, or a legislative body?			
h	Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means?			
i	Other activities? If "Yes," describe in Part IV			
j	Total lines 1c through 1i			
2a	Did the activities in line 1 cause the organization to be not described in section 501(c)(3)?			
b	If "Yes," enter the amount of any tax incurred under section 4912			
c	If "Yes," enter the amount of any tax incurred by organization managers under section 4912			
d	If the filing organization incurred a section 4912 tax, did it file Form 4720 for this year?			

Part III-A To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6). See the instructions for Schedule C for details

			Yes	No
1	Were substantially all (90% or more) dues received nondeductible by members?	1		
2	Did the organization make only in-house lobbying expenditures of $2,000 or less?	2		
3	Did the organization agree to carryover lobbying and political expenditures from the prior year?	3		

Part III-B To be completed by all organizations exempt under section 501(c)(4), section 501(c)(5), or section 501(c)(6) if BOTH Part III-A, questions 1 and 2 are answered "No" OR if Part III-A, question 3 is answered "Yes." See Schedule C instructions for details

1	Dues, assessments and similar amounts from members	1	
2	Section 162(e) non-deductible lobbying and political expenditures **(do not include amounts of political expenses for which the section 527(f) tax was paid).**		
a	Current year	2a	
b	Carryover from last year	2b	
c	Total	2c	
3	Aggregate amount reported in section 6033(e)(1)(A) notices of nondeductible section 162(e) dues	3	
4	If notices were sent and the amount on line 2c exceeds the amount on line 3, what portion of the excess does the organization agree to carryover to the reasonable estimate of nondeductible lobbying and political expenditure next year?	4	
5	Taxable amount of lobbying and political expenditures (line 2c total minus 3 and 4)	5	

Part IV Supplemental Information

Complete this part to provide the descriptions required for Part I-A, line 1; Part I-B, line 4, Part I-C, line 5, and Part II-B, line 1i. Also, complete this part for any additional information

Schedule D (Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Attach to Form 990. To be completed by organizations that answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11, or 12.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization	Employer identification number
MS. FOUNDATION FOR WOMEN, INC.	23-7252609

Part I **Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6

		(a) Donor advised funds	(b) Funds and other accounts
1	Total number at end of year	7	
2	Aggregate contributions to (during year)	254,500.	
3	Aggregate grants from (during year)	252,880.	
4	Aggregate value at end of year	3,409,230.	

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? [X] Yes [ ] No

6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds may be used only for charitable purposes and not for the benefit of the donor or donor advisor or other impermissible private benefit? [X] Yes [ ] No

Part II **Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply).

[ ] Preservation of land for public use (e.g , recreation or pleasure)
[ ] Preservation of an historically important land area
[ ] Protection of natural habitat
[ ] Preservation of certified historic structure
[ ] Preservation of open space

2 Complete lines 2a-2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

			Held at the End of the Year
a	Total number of conservation easements	2a	
b	Total acreage restricted by conservation easements	2b	
c	Number of conservation easements on a certified historic structure included in (a)	2c	
d	Number of conservation easements included in (c) acquired after 8/17/06	2d	

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the taxable 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, violations, and enforcement of the conservation easements it holds? [ ] Yes [ ] No

6 Staff or volunteer hours devoted to monitoring, inspecting, and enforcing easements during the year ▶ ______

7 Amount of expenses incurred in monitoring, inspecting, and enforcing 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)? [ ] Yes [ ] No

9 In Part XIV, 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" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116, 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 XIV, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116, 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) Revenues included in 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 relating to these items.

a Revenues included in 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 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 XIV

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 | Trust, Escrow and Custodial Arrangements. Complete if organization answered "Yes" to 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 XIV 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? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

Part V | Endowment Funds. Complete if organization answered "Yes" to 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	27213140.				
b Contributions	88,670.				
c Investment earnings or losses	-3741621.				
d Grants or scholarships					
e Other expenditures for facilities and programs	2,134,871.				
f Administrative expenses					
g End of year balance	21425318.				

2 Provide the estimated percentage of the year end balance held as

a Board designated or quasi-endowment ▶ .65 %

b Permanent endowment ▶ 110.39 %

c Term endowment ▶ -11.04 %

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

		Yes	No
(i) unrelated organizations	3a(i)		X
(ii) related organizations	3a(ii)		X
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?	3b		

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

Part VI | Investments - Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		1,329,989.	577,910.	752,079.
d Equipment		486,104.	82,198.	403,906.
e Other				
Total. Add lines 1a-1e *(Column (d) should equal Form 990, Part X, column (B), line 10(c))* ▶				1,155,985.

Schedule D (Form 990) 2008

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Part VII Investments - Other Securities. 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
Financial derivatives and other financial products		
Closely-held equity interests		
Other		
Total. (Col (b) should equal Form 990, Part X, col (B) line 12.) ▶		

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation Cost or end-of-year market value
Total (Col (b) should equal Form 990, Part X, col (B) line 13.) ▶		

Part IX Other Assets. See Form 990, Part X, line 15

(a) Description	(b) Book value
Total. *(Column (b) should equal Form 990, Part X, col (B) line 15.)* ▶	

Part X Other Liabilities. See Form 990, Part X, line 25

(a) Description of liability	(b) Amount
Federal income taxes	
Total. *(Column (b) should equal Form 990, Part X, col (B) line 25.)* ▶	

In Part XIV, 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.

Part XI Reconciliation of Change in Net Assets from Form 990 to Financial Statements

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	9,774,705.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	9,434,938.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	339,767.
4	Net unrealized gains (losses) on investments	4	-3,089,220.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV)	8	
9	Total adjustments (net). Add lines 4-8	9	-3,089,220.
10	Excess or (deficit) for the year per financial statements. Combine lines 3 and 9	10	-2,749,453.

Part XII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements			1	9,854,093.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:				
a	Net unrealized gains on investments	2a			
b	Donated services and use of facilities	2b			
c	Recoveries of prior year grants	2c			
d	Other (Describe in Part XIV)	2d	273,317.		
e	Add lines 2a through 2d			2e	273,317.
3	Subtract line 2e from line 1			3	9,580,776.
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	193,929.		
b	Other (Describe in Part XIV)	4b			
c	Add lines 4a and 4b			4c	193,929.
5	Total revenue. Add lines 3 and 4c. (This should equal Form 990, Part I, line 12.)			5	9,774,705.

Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements			1	9,514,326.
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	Losses reported on Form 990, Part IX, line 25	2c			
d	Other (Describe in Part XIV)	2d	273,317.		
e	Add lines 2a through 2d			2e	273,317.
3	Subtract line 2e from line 1			3	9,241,009.
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	193,929.		
b	Other (Describe in Part XIV)	4b			
c	Add lines 4a and 4b			4c	193,929.
5	Total expenses Add lines 3 and 4c. (This should equal Form 990, Part I, line 18)			5	9,434,938.

Part XIV Supplemental Information

Complete this part to 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, Part XI, line 8, Part XII, lines 2d and 4b, and Part XIII, lines 2d and 4b

PART V, LINE 4: THE PURPOSE IS TO PROVIDE LONG-TERM SUPPORT FOR PROGRAMS, INCOME FROM ENDOWMENT IS AVAILABLE FOR GENERAL OPERATIONS.

PART X: MS.'S ACCOUNTING POLICY IS TO PROVIDE LIABILITIES FOR UNCERTAIN TAX POSITIONS WHEN A LIABILITY IS PROBABLE AND ESTIMABLE. MANAGMENT IS NOT AWARE OF ANY VIOLATION OF ITS TAX STATUS AS AN ORGANIZATION EXEMPT FROM INCOME TAXES, NOR OF ANY EXPOSURE TO UNRELATED BUSINESS INCOME.

Part XIV Supplemental Information *(continued)*

PART XII, LINE 2D - OTHER ADJUSTMENTS:

DIRECT EXPENSES OF SPECIAL FUNDRAISING EVENTS EXCLUDING NON-CASH PRIZES:

$273,317

PART XIII, LINE 2D - OTHER ADJUSTMENTS:

DIRECT EXPENSES OF SPECIAL FUNDRAISING EVENTS EXCLUDING NON-CASH PRIZES:

$273,317

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

▶ Attach to Form 990 or Form 990-EZ. Must be completed by organizations that answer "Yes" to Form 990, Part IV, lines 17, 18, or 19, and by organizations that enter more than $15,000 on Form 990-EZ, line 6a.

OMB No 1545-0047

2008

Open To Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

Part I **Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17

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

a [X] Mail solicitations
b [X] Email solicitations
c [X] Phone solicitations
d [X] In-person solicitations
e [X] Solicitation of non-government grants
f [ ] Solicitation of government grants
g [X] Special fundraising events

2 a 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 [X] No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least $5,000 by the organization Form 990-EZ filers are not required to complete this table.

(i) Name of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions? Yes	No	(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
Total ▶						

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

NY

Part II **Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than $15,000 on Form 990-EZ, line 6a List events with gross receipts greater than $5,000

		(a) Event #1 WOMEN OF VISION (event type)	(b) Event #2 CAROLINES COMEDY (event type)	(c) Other Events NONE (total number)	(d) Total Events (Add col (a) through col (c))
Revenue	1 Gross receipts	1,000,068.	55,345.		1,055,413.
	2 Less Charitable contributions	870,518.	50,945.		921,463.
	3 Gross revenue (line 1 minus line 2)	129,550.	4,400.		133,950.
Direct Expenses	4 Cash prizes				
	5 Non-cash prizes	29,501.			29,501.
	6 Rent/facility costs	132,874.	1,600.		134,474.
	7 Other direct expenses	133,523.	5,320.		138,843.
	8 Direct expense summary Add lines 4 through 7 in column (d) ▶				(302,818.)
	9 Net income summary Combine lines 3 and 8 in column (d) ▶				-168,868.

Part III **Gaming.** Complete if the organization answered "Yes" to 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))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Non-cash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	☐ Yes ____ % ☐ No	
	7 Direct expense summary Add lines 2 through 5 in column (d) ▶				( )
	8 Net gaming income summary Combine lines 1 and 7 in column (d) ▶				

		Yes	No
9 Enter the state(s) in which the organization operates gaming activities: ____			
a Is the organization licensed to operate gaming activities in each of these states?	9a		
b If "No," Explain			
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?	10a		
b If "Yes," Explain			
11 Does the organization operate gaming activities with nonmembers?	11		
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?	12		

				Yes	No
13 Indicate the percentage of gaming activity operated in					
a The organization's facility	13a	%			
b An outside facility	13b	%			
14 Provide the name and address of the person who prepares the organization's gaming/special events books and records Name ▶ Address ▶					
15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?			15a		
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· 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?			17a		
b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ $					

SCHEDULE I
(Form 990)

Department of the Treasury
Internal Revenue Service

Grants and Other Assistance to Organizations, Governments, and Individuals in the U.S.

▶ Complete if the organization answered "Yes," on Form 990, Part IV, lines 21 or 22.
▶ Attach to Form 990.

OMB No 1545-0047
2008
Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

Part I General Information on Grants and Assistance

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? [X] Yes [ ] No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 21, for any recipient that received more than $5,000 Check this box if no one recipient received more than $5,000 Use Part IV and Schedule I-1 (Form 990) if additional space is needed ▶ [ ]

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
9-5 NATIONAL ASSOCIATION OF WORKING WOMEN - 207 EAST BUFFALO, SUITE 211 - MILWALKEE , WI 53202	34-1246311	501 C 3	50,000.	0.			GENERAL OPERATING SUPPORT FOR WORKPLACE DISCRIMINATION AND WELFARE POLICY.
ABORTION ACCESS PROJECT 47 THRONDIKE STREET CAMBRIDGE, MA 02141	04-3298538	501 C 3	15,600.	0.			GENERAL OPERATING SUPPORT FOR INTRODUCING AND MENTORING NEW REPRODUCTIVE HEALTH ORGS.
ACCESS/WOMEN'S HEALTH RIGHTS COALITION - PO BOX 3609 - OAKLAND, CA 94609	51-0163201	501 C 3	35,000.	0.			GENERAL OPERATING SUPPORT TO REMOVE BARRIERS TO REPRODUCTIVE AND SEXUAL HEALTH FOR WOMEN.
ACT FOR WOMEN AND GIRLS 211 N. STEVENSON VISALIA, CA 93291	26-0287450	501 C 3	25,000.	0.			GENERAL OPERATING SUPPORT FOR GROWING WOMEN'S LEADERSHIP DEVELOPMENT IN THE SAN JOAQUIN VALLEY.
SEE SCHEDULE I-1			0.	0.			

2 Enter total number of section 501(c)(3) and government organizations ▶ 137.

3 Enter total number of other organizations ▶ 0.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule I (Form 990) 2008**

832101 12-18-08

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 22
Use Schedule I-1 (Form 990) if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, and any other additional information

SCHEDULE I, PART I, LINE 2: THE MS. FOUNDATION REQUESTS, AND KEEPS ON FILE, WRITTEN REPORTS FROM ALL GRANTEES THAT RECEIVE $5,000 OR MORE IN FUNDING. THE REPORTS INCLUDE A DESCRIPTION OF PROGRAMMATIC ACTIVITIES AND ACCOMPLISHMENTS, AS WELL AS A REPORT ON THE EXPENDITURE OF GRANT FUNDS. WE ALSO USE OUTSIDE EVALUATORS TO COLLECT DATA ON THE WORK AND IMPACT OF MOST OF OUR GRANTEES, AND MAKE PERIODIC PHONE CALLS AND SITE VISITS TO A PORTION OF OUR GRANTEES EACH YEAR.

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for Part II and Part III, Schedule I (Form 990).

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization
MS FOUNDATION FOR WOMEN, INC.

Employer identification number
23 7252609

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d)Amount of cash grant	(E) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
Advocates for Youth 2000 M Street, NW, Suite 750 Washington, DC 20036	52-1173590	501 C 3	20,000				Support for the State Summit for Sex Education Policy Advocates, to be held in February 2009, in Washington, DC
Advocates for Youth 2000 M Street, NW, Suite 750 Washington, DC 20036	52-1173590	501 C 3	10,000				Renewal general support enabling Advocates for Youth to lend it's assistance and expertise to SEAI over the coming fiscal year and additional support for the 4th State Summit for Sex Education Policy Advocates, in Washington, DC
AIDS Services of Austin, Inc. PO Box 4874 Austin, TX 78765	74-2440845	501 C 3	25,000				The Woman Rising Project Woman to Woman
AIDS Taskforce of Greater Cleveland 3210 Euclid Avenue Cleveland, OH 44115	34-1433612	501 C 3	40,000				To support 'Expanding Evidence-Based Sexuality Education in Ohio,' by impacting state and local level policies related to sexuality education.
ANIZ, Inc. 233 Mitchell St, Suite 200 Atlanta, GA 30303	58-2272426	501 C 3	20,000				Renewal support for the Reaching Out to Sisters with HIV/AIDS II (ROSHA II)
Asian Communities for Reproductive Justice 1440 Broadway, Suite 301 Oakland, CA 94612	94-3311784	501 C 3	50,000				To provide renewal general support to promote and protect reproductive justice through organizing, developing leadership capacity, alliance building and education to achieve community and systemic change
Astraea Lesbian Foundation for Justice 116 East 16th Street, 7th Floor New York, NY 10003	13-2992977	501 C 3	5,000				To support the 'Women Moving Millions Campaign'
BABES Network-YWCA 1118 Fifth Ave Seattle, WA 98101	91-0482890	501 C 3	25,000				Renewal general support
Breaking Free, Inc 770 University Avenue W St. Paul, MN 55104	41-1856806	501 C 3	5,000				To provide general support for Breaking Free, an organization serving women and girls involved in systems of prostitution/sex trafficking and other battered women who have been involved in the criminal justice system
CAAAV Organizing Asian Communities 2473 Valentine Avenue Bronx, NY 10458	13-3526938	501 C 3	50,000				To provide renewal general support in organizing across diverse, low-wage and poor Asian communities in New York City to build community capacity to exercise self-determination

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2008

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Employer identification number: 23 7252609

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CAAAV Organizing Asian Communities 2473 Valentine Avenue Bronx, NY 10458	13-3526938	501 C 3	40,000				To provide renewal general support in passing a Domestic Workers Bill of Rights and to build up public awareness of the conditions of domestic work, usually marked by racism, sexism and abuse.
California Latinas for Reproductive Justice P.O. Box 412225 Los Angeles, CA 90041	26-2213868	501 C 3	50,000				Latina Sexuality Education Advocacy & Community Mobilization Project
California Latinas for Reproductive Justice P.O. Box 412225 Los Angeles, CA 90041	26-2213868	501 C 3	40,000				To provide renewal general support working to advance a Latina reproductive justice framework that reflects the intersections of health, culture, poverty, and gender
Cangleska, Inc #1 Cangleska Road P O. Box 638 Kyle, SD 57752	46-0441476	501 C 3	20,000				To support the creation and dissemination of four publications on the Violence Against Women Act as an informative, educational tool for organizations, tribal leaders, Congressional people, and advocates.
Center for Participatory Change, Inc Post Office Box 9238 Asheville, NC 28815	56-2126417	501 C 3	30,000				To provide general support for their Immigrant Women's Organizing and Advocacy project, which builds the capacity of grassroot organizations that are started and run by immigrant women
Children's Hospital Intervention and Prevention Services (CHIPS) 1616 6th Avenue South Suite 101 Birmingham, AL 35233	63-0307306	501 C 3	100,000				To support Jane's Garden and its efforts to reduce the occurrence of child sexual abuse in Birmingham and Perry County, Alabama.
Childspace Cooperative Development, Inc. 5517 Greene Street Philadelphia, PA 19144	04-3028849	501 C 3	60,000				To provide renewal general support in improving the quality of jobs for traditionally low-paid childcare workers, and thereby, the care received by children
Choice USA 1317 F Street N W., Suite 501 Washington, DC 20004	52-1772575	501 C 3	50,000				To provide renewal general support in building local, regional and national support for activists and leaders in the Southwest through trainings, technical assistance and resource leveraging.
Christie's Place 2440 Third Avenue San Diego, CA 92101	91-1878632	501 C 3	25,000				Transformations - The Sisterhood Project

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Colorado Non Profit Development 4130 Tejon Street, Suite A Denver, CO 80211	84-1493585	501 C 3	25,000				General operating support
Colorado Organization for Latina Opportunity and Reproductive Rights P.O. Box 40991 Denver, CO 80204	84-1569021	501 C 3	50,000				To support COLOR in building the base of Latina activists while creating partnerships across social justice movements
Colorado Organization for Latina Opportunity and Reproductive Rights P O. Box 40991 Denver, CO 80204	84-1569021	501 C 3	36,000				To support the ballot intitative campaign working to defeat Proposition 48, the so-called personhood initiative
Colorado Organization for Latina Opportunity and Reproductive Rights P O. Box 4099 Denver, CO 80204	84-1569021	501 C 3	9,000				To support COLOR's continued work, along with the Latina Initiative, in the Latinas Increasing Political Strength project, which aims to increase the representation of young Latinas and their families in the electoral and legislative process.
Colorado Organization for Latina Opportunity and Reproductive Rights P.O. Box 40991 Denver, CO 80204	84-1569021	501 C 3	40,000				To provide general support implementing House Bill 1292, which mandates that all schools teaching sexuality education use comprehensive, evidence-based curricula.
Critical Resistance 1904 Franklin Street, Suite 504 Oakland, CA 94612	20-4412916	501 C 3	30,000				To provide general support for their Community Legal Clinic in New Orleans, LA and their Harm Free Zone in Durham, NC.
Direct Action for Rights and Equality (DARE) 340 Lockwood Street Providence, RI 02907	26-0116549	501 C 3	50,000				To support DARE's continued work in the project, Raise Your Voice, a sisterhood of three Rhode Island organizations building a movement for social justice with a base of low-income women of color.
Dolores C. Huerta Foundation PO Box 9189 Bakersfield, CA 93389	91-2145992	501 C 3	25,000				General support
Faith Aloud 462 N Taylor, Ste 102 St Louis, MO 63108	43-1258031	501 C 3	40,000				To provide general support while in the process of creating and disseminating multi-media resources that connect reproductive justice to other social justice movements.

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Families and Friends of Louisiana's Incarcerated Children 1600 Oretha C. Haley Blvd. New Orleans, LA 70113	20-5924561	501 C 3	50,000				To provide renewal general support in empowering individuals, families and communities to transform currently oppressive institutions and to fight for justice for children, particularly those involved in or targeted by the juvenile justice systems.
Fund for the City of New York 121 Avenue of the Americas, 6th Floor New York, NY 10013-1510	13-2612524	501 C 3	25,000				Renewed general operating support
Fund for the City of New York 121 Avenue of the Americas, 6th Floor New York, NY 10013-1510	13-2612524	501 C 3	5,000				To provide general support for its award-winning 24/7 online news about women around the world
Funders for Lesbian and Gay Issues 116 East 16th Street, 7th Floor New York, NY 10003	13-4144494	501 C 3	10,000				To provide general operating support for their work in increasing institutional giving to LGBTQ communities.
generationFIVE P O Box 1715 Oakland, CA 94604	27-0044294	501 C 3	40,000				Renewed general operating support
Georgia Citizens' Coalition on Hunger 9 Gammon Avenue Atlanta, GA 30315	23-7422289	501 C 3	30,000				To provide general support, for their work in mobilizing the newly registered voters to become engaged in civic participation activities. Additionally, the Hunger Coalition will organize a Welfare Rights Campaign with TANF recipients
Grassroots Leadership P. O. Box 36006 Charlotte, NC 28236	58-1581743	501 C 3	30,000				To support their Campaign to End Immigrant Detention, which centers around women of color changing detention policy in the United States
Green For All 1611 Telegraph Ave., Suite 600 Oakland, CA 94611	38-3705448	501 C 3	40,000				General operating support grant that will go towards Green for All's coalition building program areas leveraging federal recovery funds and policies in about 20 cities nationwide, the Green for All Academy and the Community of Practice.
Highlander Research and Education Center 1959 Highlander Way New Market, TN 37820	62-0646373	501 C 3	25,000				To provide general support for its work as a catalyst for grassroots organizing and movement building in Appalachia and the South, working with people fighting for justice and supporting their efforts to take collective action to shape their own destiny.

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HIV Law Project 15 Maiden Lane, 18th Floor New York, NY 10038	13-3730564	501 C 3	10,000				Renewal support for the Center for Women & HIV Advocacy
Idaho Women's Network 710 W. Franklin Street Boise, ID 83702	82-0419997	501 C 3	20,000				General support
Idaho Women's Network 710 W. Franklin Street Boise, ID 83702	82-0419997	501 C 3	20,000				To provide general support working to defeat legislation and policies that limit access to reproductive choices and health care resources for Idahoan women.
Illinois Caucus for Adolescent Health 226 S Wabash, Suite 900 Chicago, IL 60604	36-3223988	501 C 3	40,000				Sex Education Initiatives - Legislative
Illinois Caucus for Adolescent Health 226 S. Wabash, Suite 900 Chicago, IL 60604	36-3223988	501 C 3	30,000				To support the Sexual Health Care Access Project, which focuses on ensuring accurate, age-appropriate sex ed for youth, as well as advocates for the rights of pregnant and teen parents
Jewish Funds for Justice 330 7th Avenue, Suite 1902 New York, NY 10001	52-1332694	501 C 3	10,000				To provide general support to expand their strategic grantmaking initaitive, promote knowledge on youth organizing among funders and expand organizational capacity to increase knowledge about youth organizing and leverage more funding for the field.
Jobs With Justice Education Fund 1325 Massachusetts Ave NW Ste. 200 Washington, DC 20005	52-1865575	501 C 3	40,000				This general support grant will allow Jobs with Justice to develop strategic alliances to build power and movement, develop leaders and activists, and to win economic justice campaigns such as passing the Employee Free Choice Act
Kentucky Jobs with Justice 1800 W. Muhammad Ali Blvd , Suite 2E Louisville, KY 40203	52-1865575	501 C 3	30,000				To provide general support for WIT's overall goal to build a movement of people in poverty across color lines to advocate for policy change.
Kentucky Jobs With Justice 1800 W Muhammad Ali Blvd, Suite 2E Louisville, KY 40203	61-1309181	501 C 3	30,000				To provide general support for the Kentucky Social Forum, which will connect organizations with one another under a human rights framework.
Legal Momentum 395 Hudson Street, 5th Floor New York, NY 10014	23-7085442	501 C 3	50,000				To support Legal Momentum's continued work in the National Network to End Violence Against Immigrant Women, in collaboration with the Family Violence Prevention Fund and ASISTA,

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Legal Momentum 395 Hudson Street, 5th Floor New York, NY 10014	23-7085442	501 C 3	40,000				To support the Building Women's Economic Security project, which will ensure that federal programs, such as the American Recovery and Reinvestment Act and TANF, act as a force for desegregation and improve the quality of employment for women.
Louisiana Bucket Brigade 4226 Canal St New Orleans, LA 70119	72-1488935	501 C 3	25,000				To provide general support to Louisiana Bucket Brigade, an environmental health and justice organization supporting communities' use of grassroots action to create sustainable neighborhoods free from industrial pollution.
Louisiana Disaster Recovery Foundation 445 North 6th Street, Suite 200 Baton Rouge, LA 70801	20-339994	501 C 3	5,000				To provide emergency funds for general support, to assist LDRF in the wake of the devastation caused by Hurricanes Gustav and Ike. LDRF is working to not only address the needs of those impacted by the storms, but to develop a culture of preparedness
Massachusetts Citizens for Children 14 Beacon Street, Suite 706 Boston, MA 02108	04-2276809	501 C 3	40,000				Renewal support for its efforts to prevent child sexual abuse through citizen education and community engagement
Massachusetts Coalition for Occupational Safety and Health, Inc 42 Charles Street, Suite F Dorchester, MA 02122	04-2614458	501 C 3	25,000				This grant supports the Reproductive Health and Justice Initiative, which seeks to build a network of immigrant women leading organizing efforts to protect reproductive health and to address concerns related to long-term exposure to toxic cleaners.
Migrant Health Promotion 536 S Texas Blvd Suite 115 Weslaco, TX 78596	38-3092194	501 C 3	50,000				To support the La Voz Latina project which equips women in colonias of the Lower Rio Grande Valley with health education, leadership skills, and advocacy training necessary to make policy changes
Mississippi Immigrant Rights Alliance (MIRA) P O. BOX 1104 Jackson, MS 39215	94-3425290	501 C 3	5,000				To support the Raid Relief Fund, which will allow them to make small contributions to the family members of at least 250 workers who have contacted them for assistance with rent, utilities, medical and transportation costs, among others
Mississippi Immigrant Rights Alliance (MIRA) P.O. BOX 1104 Jackson, MS 39215	94-3425290	501 C 3	25,000				To provide general support to educate through effective and strategic communications and training, equipping allies of the immigrant community - African-American, progressive, working poor communities - to challenge the demonization of immigrants.

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Mississippi Low Income Childcare Initiative P.O. Box 204 Biloxi, MS 39533	64-0943404	501 C 3	30,000				To provide general support to enhance the quality of child development experiences for all poor children in Mississippi
Mississippi Workers' Center for Human Rights 213 Main Street Greenville, MS 38701	64-0904601	501 C 3	20,000				To provide general support to provide information and assist in the creation of strategies that will shift the balance of power and provide greater access to government systems and structures for those who historically have been denied such access
Moore Community House 684 Walker Street Biloxi, MS 39530	64-0314537	501 C 3	15,000				To support the Women in Construction Training Program, which address women's access to higher wage earning careers within the construction industry
Movement Strategy Center 1611 Telegraph Ave, #510 Oakland, CA 94612	20-1037643	501 C 3	10,000				Providing general support for AEJ to train and coordinate youth leaders from around the country to develop their own platform, organize their peers and have youth advocate for their platform to policy makers
Mujeres Unidas Contra el SIDA 307 E. Evergreen Street San Antonio, TX 78212	74-2887048	501 C 3	25,000				renewal support for Saber es Poder efforts to initiate a statewide network for Texas women with HIV with an emphasis on women of color.
NARAL Pro-Choice Montana Foundation P O Box 226 Helena, MT 59624	36-5031006	501 C 3	50,000				To support 'Montana Healthy Youth Initiative,' which increases access to sex ed by sustaining, strenghthening a coaltion of supporters, enhancing public awareness around comprehensive sex ed and mobilizing consituency in support of comprehensive sex ed.
NARAL Pro-Choice Washington Foundation 811 First Avenue, Suite 456 Seattle, WA 98104	91-1353222	501 C 3	40,000				To support 'Campaign for Real Sex Ed, Part III,' a project which continues to work in six geographic areas to implement comprehnsive sex education curricula at the local level.
National Advocates for Pregnant Women 15 West 36th Street, Suite 901 New York, NY 10018	52-2282183	501 C 3	40,000				To provide renewal general support in ensuring that women do not lose their constitutional and human rights as a result of pregnancy, and that they have access to a full range of reproductive health services.
National Advocates for Pregnant Women 15 West 36th Street, Suite 901 New York, NY 10018	52-2282183	501 C 3	20,000				This grant supports legal advocacy efforts to defend the reproductive health, rights and justice of all women, emphasizing the rights of low-income, women of color, and drug-using women.

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National Council of Women's Organizations 714 G Street, SE Suite 200 Washington, DC 20003	52-2117551	501 C 3	10,000				To provide general support for their work in addressing issues of concern to women, including family and work, economic equity, education, older women, corporate accountability, women and technology, reproductive freedom and women's health,
National Latina Institute for Reproductive Health 50 Broad Street, Suite 1937 New York, NY 10004	52-1891734	501 C 3	50,000				To provide renewal general support to ensure the fundamental human right to reproductive health for Latinas, their families and their communities through public education, policy advocacy and community mobilization.
National Latina Institute for Reproductive Health 50 Broad Street, Suite 1937 New York, NY 10004	52-1891734	501 C 3	20,000				To support the development of policy advocacy plans in targeted states - NY, MN, TX - that connect and support the leadership of Latina Advocacy Networks and build alliances with Latina/o leaders and orgs at the local level
National Network for Immigrant & Refugee Rights 310 Eighth Street, Suite 303 Oakland, CA 94110	94-3065434	501 C 3	40,000				NNIRR's project, Raising Women's Voices for Immigrant Justice, will strengthen public support for immigration reform and other measures that address the very real and often tragic impacts of immigration enforcement policies on immigrant women.
National Partnership for Women & Families 1875 Connecticut Avenue, NW Suite 650 Washington, DC 20009	23-7124915	501 C 3	40,000				The Ms Foundation is supporting NPWF's Work and Family Initiative, which works to increase women's and family economic security by promoting basic labor standards that allow all workers to meet the dual demands of work and family.
National Women's Law Center 11 Dupont Circle NW, Suite 800 Washington, DC 20036	52-1213010	501 C 3	10,000				To provide general support for their work in using the law in all its forms litigating cases in state and federal courts all the way to the Supreme Court; and educating the public about ways to make the law and public policies work for women.
National Women's Law Center 11 Dupont Circle NW, Suite 800 Washington, DC 20036	52-1213010	501 C 3	40,000				This grant is for the Center's Improving the Economic Security of Low-Income Women and Families project, which will support their work to help advocates and policymakers take advantage of the American Recovery and Reinvestment Act (ARRA).

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New Orleans Parent Organizing Network 2115 Carondelet Street, Suite 210 New Orleans, LA 70130	02-0773717	501 C 3	20,000				To provide general support to develop a robust network of parents who are mobilized as advocates for excellent public schools and who can shape policy to ensure quality public education, countering long-standing inequities in the communities
Odyssey Youth Center 1121 S. Perry Street Spokane, WA 99202	91-2045932	501 C 3	50,000				To provide general support in outreaching to area schools with the goal of facilitating the development of student-led Gay Straight Alliance Clubs
Partnership for Immigrants 2601 Mission St., Suite 404 San Francisco, CA 94110	77-0651682	501 C 3	40,000				The issue that MIV seeks to address is the disenfranchisement of low-income immigrant communities of color. With a general support grant from Ms., MIV will work to gain an end to raids and to support the passage of federal immigration reform.
Pennsylvania Coalition Against Domestic Violence 6400 Flank Drive, Suite 1300 Harrisburg, PA 17112	23-2052886	501 C 3	10,000				General support to document and report on organizational policies and practices that support women of color in securing and retaining executive level positions at anti-violence against women programs
Planned Parenthood Mid and South Michigan 3100 Professional Drive P.O Box 3673 Ann Arbor, MI 48106	38-1707521	501 C 3	50,000				Sex Education Advocacy in Michigan
Planned Parenthood of New Mexico	85-0197745	501 C 3	50,000				To provide general operating support to work in coaltion by providing advocacy, information, and support for comprehensive sex ed in New Mexico schools.
Project South: Institute for the Elimination of Poverty & Genocide 9 Gammon Ave Atlanta, GA 30315	58-1956686	501 C 3	30,000				To provide general support to increase organizing through youth development and statewide base-building, to strengthen southeast leadership to build regional movement infrastructure and to build cross-movement alliances to confront prison systems
Protestants for the Common Good 77 West Washington Street, # 1124 Chicago, IL 60602	36-4080771	501 C 3	30,000				To provide general support to build regionally coordinated campaigns in these states, with the twin goals of rallying the disenfranchised (particularly low-wage women) and winning wage hikes for zerowage and sub-minimum wage workers

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Restaurant Opportunities Center United 350 7th Avenue, 18th Floor New York, NY 10001	03-0522321	501 C 3	40,000				This grant will support ROC-U's project, Mobilizing Women of Color for the National Restaurant Worker Movement, which is organizing low-wage female restaurant workers in their localities to win justice in particular restaurant workplaces.
Safe Streets/Strong Communities 1600 Oretha Castle Haley Blvd New Orleans, LA 70113	20-8295353	501 C 3	25,000				To provide general support to bring about concrete change in the policies and practices of the New Orleans Police Department and the broader criminal justice system of New Orleans through organizing and advocacy.
SIECUS 90 John Street, Suite 704 New York, NY 10038	13-2508249	501 C 3	10,000				Renewed general support of SIECUS's efforts with educators, advocates, policymakers, parents and caregivers, researchers, and the media to help secure and protect sexual and reproductive health education programs
Southeast Regional Economic Justice Network P.O Box 240 Durham, NC 27702	56-1879868	501 C 3	50,000				To provide renewal general support on immigration and democractic participation, centering on a civic engagement campaign targeting African American and immigrant youth, particularly girls, and building strategic alliances
Southern Center for Human Rights 83 Poplar Street Atlanta, GA 30303	62-1025326	501 C 3	60,000				To support SCHR's continued work in the Alabama Women's Resource Network and its efforts to reduce Alabama's over reliance on the criminal legal system and significantly reduce the women's prison population in Alabama
Southerners on New Ground 250 Georgia Avenue, Suite 201 Atlanta, GA 30312	61-1274170	501 C 3	30,000				To provide general support to build cadres of intersectional organizers in every state in the South, who can then develop more organizers in small communities within each state who are connected through the regional membership of SONG.
Southwest Boulevard Family Health Care 340 Southwest Boulevard Kansas City, KS 66103	48-1067752	501 C 3	25,000				Healthy University Initiative

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SPARK Reproductive Justice NOW P.O. Box 8551 Atlanta, GA 31106	58-1872316	501 C 3	35,000				To provide general support in continuing to build strategic relationships with legislators, as well as to build the organizational base by outreaching to formerly incarcerated women.
SpiritHouse, Inc. P.O Box 61865 Durham, NC 27715	56-2159087	501 C 3	15,000				To provide general support to this community organizing collective, which uses arts education programming to provide tools for local residents to accomplish their work
Stop It Now! 351 Pleasant St., PMB-319 Northampton, MA 01060	04-3150129	501 C 3	50,000				General support
Take Our Daughters & Sons To Work Foundation 209 East Fearing Street, Suite 1 Elizabeth City, NC 27909	36-4615558	501 C 3	5,000				To support the Take Our Daughters And Sons To Work Program.
Texas Freedom Network Education Fund P O. Box 1624 Austin, TX 78767	74-2788317	501 C 3	50,000				To support 'TFNEF Sexuality Education Advocacy Project,' an effort to mobilize grassroots support to promote responsible sex ed policies in Texas.
The Avery Institute for Social Change 56 Wenham Street #2 Boston, MA 02130	37-1426797	501 C 3	50,000				To support the Avery Institute, the National Women's Health Network and the MergerWatch Project's continued work in the Raising Women's Voices for the Health Care We Need Initiative.
The Education Fund of Family Planning Advocates of New York State 17 Elk Street Albany, NY 12207	22-2757367	501 C 3	50,000				Get the Facts NY
The National Council for Research on Women 11 Hanover Square 24th Floor New York, NY 10005	13-3170956	501 C 3	5,000				To support the Big Five Campaign, which will focus on issues such as economic security, health, immigration, and education. The campaign will provide in-depth analysis to ensure that the media, policymakers and others have the necessary information
The New York Women's Foundation 434 West 33rd Street, 8th Floor New York, NY 10012	13-3457287	501 C 3	5,000				To support the 'Women Moving Millions Campaign'

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for Part II and Part III, Schedule I (Form 990).

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS FOUNDATION FOR WOMEN, INC.

Employer identification number: 23 7252609

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990) Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d) Amount of cash grant	(E) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
The Praxis Project 1750 Columbia Rd NW Second Floor Washington, DC 20009	30-0044814	501 C 3	30,000				To support the project, 'Amplified Voices, Amplified Power: A Southern Regional Capacity Building Initiative', that will provide direct strategic communications support to southern regional, women-led organizations.
The Rebecca Project for Human Rights 2029 P Street NW, Suite 301 Washington, DC 20036	56-2328865	501 C 3	12,500				To provide general support to increase the knowledge and skills for women and girls to be able to analyze, organize and advocate for themselves and their communities.
The Women's Collective 1436 U Street, NW, Suite 200 Washington, DC 20009	52-1929922	501 C 3	10,000				National Advocates Network Enhancement
Third Wave Foundation 25 East 21st Street New York, NY 10010	13-3670260	501 C 3	15,000				To support the 'Women Moving Millions Campaign'.
Tides Center PO Box 29907 San Francisco, CA 94129-0907	94-3213100	501 C 3	50,000				To support its continued work in organizing a national, multi-movement coalition that will establish shared values to then build a shared policy advocacy agenda for the just uses of reprogenetic technologies.
Tides Center PO Box 29907 San Francisco, CA 94129-0907	94-3213100	501 C 3	40,000				NAPAWF is working to reverse Homeland Security's requirement that female immigrants ages 11-26 get the human papillomavirus vaccine With the general support grant, they will build a movement for health care reform that meets the needs of immigrant women
Trustees of Hampshire College c/o Civil Liberties and Public Policy at Hampshire College 853 West Street Amherst, MA 01002	04-6130872	501 C 3	10,000				This grants supports the New Leadership Networking Initiative and the Summer Leadership Institute, both of which create new and lasting relationships amoung young leaders of the reproductive justice movement.
United Houma Nation Relief Fund UHN Relief Office 4400 Hwy 1 Raceland, LA 70394	72-0742264	501 C 3	10,000				To provide emergency funds for general support, to assist the United Houma Nation in recovering from hurricanes Gustav and Ike Efforts are focused on tribal citizens' immediate recovery need for resources
Urban Justice Center 123 Williams Street New York, NY 10038	13-3442022	501 C 3	40,000				RTTC is facilitating new ways for predominantly low-income women, LGBTQ, and young people of color and their organizations to participate and organize in the national public sphere; and to community-based organizations to source innovation

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for Part II and Part III, Schedule I (Form 990).

OMB No 1545 0047

2008

Open to Public Inspection

Name of the organization

MS FOUNDATION FOR WOMEN, INC.

Employer identification number

23 7252609

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d)Amount of cash grant	(E) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
West Virginia Free 100 Capitol Street, Suite 1005 Charleston, WV 25301	55-0715930	501 C 3	50,000				To provide general support as they hold three Citizen Advocacy Trainings, encouraging civic engagement of constituents meeting with policy makers and participating in organizing events to promote social justice
Western North Carolina Workers Center 728 East Union Street PO Box 667 Morganton, NC 28680	86-1120732	501 C 3	30,000				To support the Low-Wage Immigrant Women Making Change Initiative, which will help local women form women's committees to give voice to their issues and lead actions in their communities
Western States Center Attn: Donna Rea, MomsRising, 12011 Bel-Red Road, Suite 206 Bellevue, WA 98005	93-0952137	501 C 3	10,000				To support MomsVote, MomsRising's get out the vote intitiative
Western States Center P.O. Box 40305 Portland, OR 97240	93-0952137	501 C 3	20,000				Gender Justice Program
Wider Opportunities for Women 1001 Connecticut Avenue, NW, Suite 930 Washington, DC 20036	52-0818450	501 C 3	40,000				To support the Generating Real Economic Equity Now (GREEN) initiative The goal of GREEN is to ensure that women have equal access to the training and employment green job opportunities afforded by the American Recovery and Reinvestment Act.
Women Alive Coalition 1566 S, Burnside Avenue Los Angeles, CA 90019	95-4657742	501 C 3	25,000				General support
Women Make Movies 462 Broadway, Suite 500 WS New York, NY 10013	13-2740460	501 C 3	5,000				To support the documentary film, 'What's Your Point, Honey?', which puts a new face on political leadership by introducing seven possible contenders coming down the pipeline, while revealing inequalities that still exist today
Women of Color Resource Center 1611 Telegraph Avenue, Suite 303 Oakland, CA 94609	94-3125696	501 C 3	12,500				To provide general support for SWAN, which offers guidance from fellow women veterans, provides legal and counseling services from military law experts and caseworkers, and recommends sound policy reform to government officials

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for Part II and Part III, Schedule I (Form 990)

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS FOUNDATION FOR WOMEN, INC

Employer identification number: 23 7252609

Part I Continuation of Grants and Other Assistance to Governments and Organizations in the U.S. (Schedule I (Form 990), Part II)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d)Amount of cash grant	(E) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
Women of Color Resource Center 1611 Telegraph Avenue, Suite 303 Oakland, CA 94609	94-3125696	501 C 3	40,000				Through the Welfare Rights Education and Advocacy Project (WREAP), WCRC seeks to advance its coalition building work on the repeal of the 'family cap' policy, which withholds public assistance in an attempt to contro the reproductive choices of women
Women Organized to Respond to Life-Threatening Diseases 414 13th Street, 2nd Floor Oakland, CA 94612	94-3177103	501 C 3	5,000				Executive Director Transition Project
Women Organized to Respond to Life-Threatening Diseases 414 13th Street, 2nd Floor Oakland, CA 94612	94-3177103	501 C 3	25,000				General support
Women With A Vision 1515 S. Salcedo Street, Suite 212 New Orleans, LA 70125	72-1202185	501 C 3	25,000				To provide general support to develop advocacy and organizing strategies that positively impact the reproductive and sexual health lives of women of color
Women's Economic Agenda Project 449 15th Street, Second Floor Oakland, CA 94612	94-2952206	501 C 3	30,000				To support their Southern Coalescing project, uniting its southern group members to address regional and local issues in the South.
Women's Funding Network 505 Sansome Street, 2nd Floor San Francisco, CA 94111	41-1685134	501 C 3	10,000				To support its 25th annual conference, 'Investing in Women: Worldwide Returns' in Atlanta, GA, April 30th to May 2, 2009
Women's Law Project 125 S 9th Street, Suite 300 Philadelphia, PA 19107	23-7354667	501 C 3	30,000				Renewal support for Pennsylvanians for Choice
Women's Media Center 350 5th Avenue, Suite 901 New York, NY 10118	38-3727585	501 C 3	5,000				To provide general operating support to Women's Media Center for their work in engaging with the media at all levels to ensure that a diverse group of women is present in newsrooms, on air, in print and online, as sources and subjects
Women's Opportunity & Resource Center 2525 Palmer Street, Suite 1 Missoula, MT 59808	81-0362732	501 C 3	75,000				To provide renewal general support to Montana Women Vote and Montana Human Rights Network for their work in expanding women voters civic engagement programs and investing in low-income women's leadership development and policy advocacy across coalitions.

SCHEDULE I-1
(Form 990)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule I (Form 990)

▶ Attach to Form 990 to list additional information for Part II and Part III, Schedule I (Form 990).

OMB No 1545 0047

2008

Open to Public Inspection

Name of the organization

MS FOUNDATION FOR WOMEN, INC

Employer identification number

23 7252609

Part I **Continuation of Grants and Other Assistance to Governments and Organizations in the U.S.** (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC Code section if applicable	(d)Amount of cash grant	(E) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non cash assistance	(h) Purpose of grant or assistance
Women's Voices for the Earth 114 West Pine Street Missoula, MT 59802	81-0501011	501 C 3	40,000				General support
Young Women United 120 Morningside NE Albuquerque, NM 87108	85-0481224	501 C 3	40,000				General support
Young Workers United P.O. Box 420963 San Francisco, CA 94142	20-2655377	501 C 3	60,000				To provide renewal general support in their campaign to win paid sick days and on expanding workplace organizing of restaurant workers focusing on wages, benefits, conditions and gender and race discrimination
Apne Aap International	13-4199270	501 C 3	$10,000.00				Donor Advised grant
Augsburg College	41-0694721	501 C 3	$5,000 00				Donor Advised grant
Boys, Girls, Adult Community Development Center	71-0540330	501 C 3	$7,500.00				Donor Advised grant
Breaking Free, Inc.	41-1856806	501 C 3	$10,000 00				Donor Advised grant
Lower Zambezi Conservation Trust *(thru fiscal sponser Global Communications for Conservation, Inc)*	13-3570469	501 C 3	$15,000 00				Donor Advised grant
Man Up *(thru fiscal sponser Men Can Stop Rape)*	52-2007642	501 C 3	$5,000 00				Donor Advised grant
Phoenix Youth and Family Services, Inc.	71-0778516	501 C 3	$7,500 00				Donor Advised grant
The Sisterhood is Global Institute	13-3300107	501 C 3	$10,000 00				Donor Advised grant
The White House Project	52-2172075	501 C 3	$38,000 00				Donor Advised grant

SCHEDULE J (Form 990)

Department of the Treasury
Internal Revenue Service

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Attach to Form 990. To be completed by organizations that answered "Yes" to Form 990, Part IV, line 23.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

Part I Questions Regarding Compensation

			Yes	No
1a	Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a Complete Part III to provide any relevant information regarding these items. ☐ First-class or charter travel ☐ Housing allowance or residence for personal use ☐ Travel for companions ☐ Payments for business use of personal residence ☐ Tax indemnification and gross-up payments ☐ Health or social club dues or initiation fees ☐ Discretionary spending account ☐ Personal services (e g., maid, chauffeur, chef)			
b	If line 1a is 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	1b		
2	Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	2		
3	Indicate which, if any, of the following the organization uses to establish the compensation of the organization's CEO/Executive Director Check all that apply ☒ Compensation committee ☐ Written employment contract ☐ Independent compensation consultant ☒ Compensation survey or study ☐ Form 990 of other organizations ☒ Approval by the board or compensation committee			
4	During the year, did any person listed in Form 990, Part VII, Section A, line 1a			
a	Receive a severance payment or change of control payment?	4a		X
b	Participate in, or receive payment from, a supplemental nonqualified retirement plan?	4b		X
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	4c		X
	Only 501(c)(3) and 501(c)(4) organizations must complete lines 5-8.			
5	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of			
a	The organization?	5a		X
b	Any related organization? If "Yes," to line 5a or 5b, describe in Part III.	5b		X
6	For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of			
a	The organization?	6a		X
b	Any related organization? If "Yes" to line 6a or 6b, describe in Part III	6b		X
7	For persons listed in Form 990 Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III	7		X
8	Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regs section 53 4958-4(a)(3)? If "Yes," describe in Part III	8		X

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.**

Part II **Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use Schedule J-1 if additional space is needed

For each individual whose compensation must be reported in 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 are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) must equal the applicable column (D) or column (E) amounts on Form 990, Part VII, line 1a

(A) Name		(B) Breakdown of W-2 and/or 1099-MISC compensation (i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other compensation	(C) Deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported in prior Form 990 or Form 990-EZ
SARA GOULD	(i)	197,340.	0.	11,916.	0.	21,169.	230,425.	115,193.
	(ii)	0.	0.	0.	0.	0.	0.	0.
SUSAN WEFALD	(i)	144,973.	0.	9,141.	0.	13,692.	167,806.	85,810.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
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	(i)							
	(ii)							
	(i)							
	(ii)							

SCHEDULE M (Form 990)

Department of the Treasury
Internal Revenue Service

NonCash Contributions

▶ To be completed by organizations that answered "Yes" on Form 990, Part IV, lines 29 or 30.

▶ Attach to Form 990.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

Part I Types of Property

		(a) Check if applicable	(b) Number of contributions	(c) Revenues reported on Form 990, Part VIII, line 1g	(d) Method of determining revenues
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	7	185,218.	PROCEEDS OF STOCK SALE
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 ▶ (AUCTION ITEMS)	X	26	29,501.	DONOR DETERMINED
26	Other ▶ (PLANE TICKETS)	X	1	10,766.	FACE VALUE OF TICKETS
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 Acknowledgment | 29 |

			Yes	No
30a	During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not 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 non-standard 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 did not report revenues in column (c) for a type of property for which column (a) is checked, describe in Part II			

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990.** **Schedule M (Form 990) 2008**

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SCHEDULE O (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

CHANGE TO BENEFIT WOMEN AND COMMUNITIES IN THE U.S. THE FOUNDATION DELIVERS STRATEGIC GRANTS, CAPACITY BUILDING AND LEADERSHIP DEVELOPMENT TO OVER 150 ORGANIZATIONS.

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

CONSCIOUSNESS, LAW, PHILANTHROPY AND SOCIAL POLICY.

FORM 990, PART III, LINE 2, NEW PROGRAM SERVICES:

THE MS. FOUNDATION PROVIDES MORE THAN MONEY TO ITS GRANTEES WITH SUPPORT THAT INCLUDES EXECUTIVE DIRECTOR COACHING, STRATEGIC COMMUNICATIONS AND PLANNING SUPPORT. THROUGH IN-PERSON CONVENINGS AND CONFERENCE CALLS, THE FOUNDATION OFFERS NETWORKING OPPORTUNITIES DESIGNED TO ENCOURAGE NEW ALLIANCES, COLLABORATIONS, AND A CHANCE TO SHARE EFFECTIVE WORK AND PRACTICES BETWEEN GRANTEES WORKING IN COMMUNITIES ACROSS THE COUNTRY. TOWARD THESE ENDS, THE FOUNDATION UNDERTOOK A NEW PROGRAMMATIC AREA, CAPACITY BUILDING, CONVENINGS, AND EVALUATION AS WELL AS A NEW FRAMEWORK CALLED CREATING CONNECTIONS WHICH FEATURES A HOLISTIC APPROACH THAT WORKS ACROSS ISSUES TO BROADEN THE BASE OF THE PROGRESSIVE MOVEMENT FOR MORE INCLUSIVE POLICY CHANGE.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS

PRACTICES, AND LEADERSHIP DEVELOPMENT. A THIRD PARTY EVALUATION REPORTED THE FOLLOWING FINDINGS AS A DIRECT RESULT OF FOUNDATION FUNDING: (1) MODERATE MEASURABLE IMPACT IN ACHIEVING POLICY GAINS; (2) 17 GRANTEES REPORTED INCREASING THE NUMBER OF WOMEN LEADERS WITHIN

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

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OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

PROGRESSIVE ORGANIZATIONS, RANGING FROM 5-9 WOMEN TO 100 OR MORE WOMEN; (3) A LARGE IMPACT IN WORKING ACROSS ISSUE AREAS AND WITH NEW OR UNLIKELY PARTNERS; (4) 17 GRANTEES ALSO REPORTED A MODERATE TO LARGE IMPACT IN INCREASING THE TOTAL NUMBER OF WOMEN PARTICIPATING ACTIVELY IN THEIR WORK.

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS

AREAS OF ORGANIZATIONAL SUSTAINABILITY, EVALUATION BEST PRACTICES, TARGETED ADVOCACY STRATEGIES, REGIONAL COLLABORATIONS, AND USING A REPRODUCTIVE JUSTICE FRAMEWORK. A THIRD PARTY EVALUATION REPORTED THE FOLLOWING FINDINGS AS A DIRECT RESULT OF FOUNDATION FUNDING: (1) MODERATE TO LARGE MEASURABLE IMPACT IN ACHIEVING POLICY GAINS; (2) MODERATE TO HIGH IMPACT IN DEVELOPING YOUNG LEADERS WITHIN THEIR ORGANIZATIONS; (3) A MODERATE IMPACT IN BUILDING/STRENGTHENING RELATIONSHIPS AT DIFFERENT LEVELS AND WITH NEW COMMUNITIES; (4) GRANTEES ALSO REPORTED A MODERATE IMPACT IN INCREASING THE TOTAL NUMBER OF WOMEN PARTICIPATING ACTIVELY IN THEIR WORK.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS

COMMUNICATIONS, CROSS-ISSUE ORGANIZING, AND EVALUATION BEST PRACTICES. A THIRD PARTY EVALUATION REPORTED THE FOLLOWING FINDINGS AS A DIRECT RESULT OF FOUNDATION FUNDING: (1) MODERATE MEASURABLE IMPACT IN ACHIEVING POLICY GAINS; (2) MODERATE IMPACT IN INCREASING THE NUMBER OF DIVERSE WOMEN LEADERS WITHIN SOCIAL JUSTICE ORGANIZATIONS; (3) LARGE IMPACTS FROM WORKING ACROSS ISSUE AREAS AND WITH NEW OR UNLIKELY PARTNERS; (4) GRANTEES ALSO REPORTED LARGE IMPACTS IN INCREASING THE

SCHEDULE O
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization	Employer identification number
MS. FOUNDATION FOR WOMEN, INC.	23-7252609

TOTAL NUMBER OF WOMEN PARTICIPATING ACTIVELY IN THEIR WORK.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:
OTHER PROGRAMS INCLUDE: PUBLIC EDUCATION, CAPACITY BUILDING CONVENINGS AND EVALUTATION, ENDING VIOLENCE, AND DONAR ADVISED GRANT MAKING
EXPENSES $ 1874796. INCLUDING GRANTS OF $ 484880. REVENUE $ 0.

FORM 990, PART VI, SECTION A, LINE 8B: THE MS. FOUNDATION BEGAN CONTEMPORANEOUSLY DOCUMENTING THE ACTIONS TAKEN BY EACH COMMITTEE WITH AUTHORITY TO ACT ON BEHALF OF THE BOARD PRIOR TO THE FILING OF ITS RETURN FOR THE TAX YEAR JUNE 30, 2009. ALL SIGNIFIGANT ACTIONS OF THE COMMITTEES WERE DOCUMENTED IN THE MINUTES OF THE GOVERNING BOARD DURING THE ACCOUNTING YEAR.

FORM 990, PART VI, SECTION A, LINE 10: THE MS FOUNDATION FOR WOMEN, HAS ITS FORM 990 PREPARED BY AN OUTSIDE ACCOUNTING FIRM AND HAS ESTABLISHED THE FOLLOWING REVIEW PROCESS TO ENSURE THAT THE INFORMATION REPORTED IS COMPLETE AND ACCURATE. WHEN THE FORM 990 HAS BEEN PREPARED, REVIEWED BY MANAGEMENT, MEMBERS OF THE AUDIT COMMITTE AND SELECTED MEMBERS OF THE FINANCE COMMITTEE AND IS READY TO BE FILED WITH THE INTERNAL REVENUE SERVICE, ITS SUBMITTED ELECTRONICALLY TO MEMBERS OF THE ORGANIZATIONS GOVERNING BODY FOR ANY COMMENTS PRIOR TO ITS SUBMISSION. THE GOVERNING BODY IS PROVIDED WITH ONE WEEK TO REVIEW THE PREPARED FORM 990 AND PROVIDE THEIR COMMENTS. ANY COMMENTS ARE THEN GROUPED, SUMMARIZED AND PROVIDED TO THE CHIEF OPERATING OFFICER AND WHOLE COMMITTEE FOR REVIEW. EACH ISSUE IS DOCUMENTED AND ADDRESSED UNTIL THE RETURN IS FINALIZED FOR FILING.

SCHEDULE O (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

FORM 990, PART VI, SECTION B, LINE 12C: A CONFLICT OF INTEREST DISCLOSURE STATEMENT IS COMPLETED ANUALLY BY DIRECTORS, OFFICERS, COMMITTEE MEMBERS AND KEY STAFF MEMBERS. AT ALL BOARD MEETINGS IT IS QUERIED WHETHER A CONFLICT OF INTEREST EXISTS. IF THERE IS A POTENTIAL CONFLICT AT THE BOARD LEVEL, THE MEMBER WILL RECUSE HIM OR HERSELF FROM DELIBERATIONS AND VOTING ON THAT ISSUE. THE MINUTES OF ANY MEETING AT WHICH A CONFLICT OF INTEREST TRANSACTION IS CONSIDERED MUST REFLECT ALL DETAILS OF THE MATTER.

FORM 990, PART VI, SECTION B, LINE 13:

WHISTLEBLOWER POLICY NOT IMPLEMENTED AS OF THE END OF THE TAX YEAR

THE MS. FOUNDATION FOR WOMEN HAS ESTABLISHED A WRITTEN WHISTLEBLOWER POLICY PRIOR TO THE FILING OF ITS RETURN FOR THE TAX YEAR JUNE 30, 2009 BUT DID NOT HAVE SUCH A POLICY IN PLACE BEFORE THE END OF ITS ACCOUNTING YEAR. THE POLICY IS INCORPORATED IN THE EMPLOYEE HANDBOOK AND CREATES PROCEDURES FOR EMPLOYEES ACTING IN GOOD FAITH TO REPORT IN CONFIDENCE THE MISUSE OF A CHARITIES ASSETS TO VARIOUS MANAGEMENT OFFICIALS. THE POLICY CONTAINS PROCEDURES FOR REPORTING SUCH VIOLATIONS IN CONFIDENCE WITHOUT RETALIATION.

FORM 990, PART VI, SECTION B, LINE 15: THE MS FOUNDATION FOR WOMEN INC. HAS ESTABLISHED A WRITTEN POLICY FOR THEIR COMPENSATION COMMITTEE, WHICH IS COMPRISED OF THE MEMBERS OF THE EXECUTIVE COMMITTEE OF THE BOARD, TO FOLLOW IN ESTABLISHING THE COMPENSATION FOR THE PRESIDENT/CEO, COO AND ALL OTHER KEY EMPLOYEES, IF ANY. THE POLICY MANDATES THAT THE EXECUTIVE COMPENSATION BE PERIODICALLY REVIEWED BY THE COMPENSATION COMMITTEE AND THAT THE COMMITTEE SHOULD BE FREE OF CONFLICTS OF INTEREST. IN ADDITION, THE

SCHEDULE O (Form 990)

Department of the Treasury Internal Revenue Service

Supplemental Information to Form 990

▶ Attach to Form 990. To be completed by organizations to provide additional information for responses to specific questions for the Form 990 or to provide any additional information.

OMB No 1545-0047

2008

Open to Public Inspection

Name of the organization: MS. FOUNDATION FOR WOMEN, INC.

Employer identification number: 23-7252609

APPROVING COMPENSATION COMMITTEE NEEDS TO REVIEW APPROPRIATE AND ADEQUATE DATA TO DETERMINE THE REASONABLENESS OF COMPENSATION BEING CONSIDERED. THE COMPENSATION COMMITTEE USES A VARIETY OF INFORMATION AND STUDIES THAT ARE AVAILABLE TO DETERMINE THAT THE APPROPRIATE LEVEL OF COMPENSATION IS BEING PAID TO ITS EXECUTIVES. THE COMPENSATION COMMITTEE'S DECISION ON THE AMOUNT OF COMPENSATION PAID IS REQUIRED TO BE ADEQUATELY DOCUMENTED IN A CONTEMPORANEOUSLY WRITTEN FORMAT AND SHOULD DOCUMENT THE DATE OF THE DECISION, THE MEMBERS PRESENT DURING THE DECISION AND THOSE WHO VOTED ON IT, THE FULL TERMS OF THE COMPENSATION THAT WAS APPROVED AND THE COMPARABLE DATA USED AND RELIED UPON TO MAKE THE DECISION.

FORM 990, PART VI, SECTION C, LINE 19: THE MS FOUNDATION FOR WOMEN, INC. MAKES ITS FORM 990 AVAILABLE FOR PUBLIC INSPECTION AS REQUIRED UNDER SECTION 6104 OF THE INTERNAL REVENUE CODE. THE FORM 990 IS AVAILABLE IN GUIDESTAR.ORG AND OTHER SIMILAR TYPES OF WEBSITES. IN ADDITION FORMS 990, THE FINANCIAL STATEMENTS AND CONFLICT OF INTEREST POLICY ARE AVAILABLE UPON A WRITTEN REQUEST AT 12 METROTECH CENTER, 26TH FLOOR, BROOKLYN, NY 11201...OR BY CALLING THE ORGANIZATION DIRECTLY AT (212)742-2300

FORM 990, PART IX, LINE 11G

THE NATURE OF OTHER FEES FOR SERVICES IS AS FOLLOWS: PROGRAM SERVICE EXPENSES ARE CONSULTANTS HIRED TO SUPPORT PROGRAMS; MANAGEMENT AND GENERAL EXPENSES ARE CONSULTANTS FOR EXECUTIVE COACHING AND TEAM BUILDING; AND FUNDRAISING EXPENSES ARE CONSULTANTS USED FOR DEVELOPMENT PLANNING NOT RELATED TO SPECIAL EVENTS.

Form **8868** (Rev April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868 For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization MS. FOUNDATION FOR WOMEN, INC.	Employer identification number 23-7252609
	Number, street, and room or suite no. If a P O box, see instructions. 12 METROTECH CENTER, NO. 26 FL	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. BROOKLYN, NY 11201	

Check type of return to be filed(file a separate application for each return)

[X] Form 990 [ ] Form 990-T (corporation) [ ] Form 4720
[ ] Form 990-BL [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 5227
[ ] Form 990-EZ [ ] Form 990-T (trust other than above) [ ] Form 6069
[ ] Form 990-PF [ ] Form 1041-A [ ] Form 8870

- The books are in the care of ▶ SUSAN WEFALD 12 METROTECH CENTER - BROOKLYN , NY 11201

Telephone No ▶ (212)742-2300 FAX No ▶

- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until FEBRUARY 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ [ ] calendar year ____ or

▶ [X] tax year beginning JUL 1, 2008 , and ending JUN 30, 2009

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$
c	**Balance Due.** Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ N/A

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 4-2009)

823831 05-26-09