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

OMB No 1545-0052

2009

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

For calendar year 2009, or tax year beginning 07/01, 2009, and ending 06/30, 2010

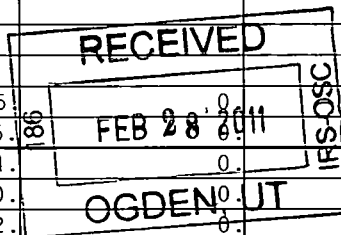
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label Otherwise, print or type. See Specific Instructions	Name of foundation THE GLOBAL FOODBANKING NETWORK		A Employer identification number 20-4268851
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (312) 782-4560
	203 N. LASALLE STREET 1900		C If exemption application is pending, check here ☐
	City or town, state, and ZIP code CHICAGO, IL 60601		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 547,750.		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☒

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch. B. ☐	1,676,085.			
	2 Check ☐				
	3 Interest on savings and temporary cash investments	6,815.		6,815.	
	4 Dividends and interest from securities				
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,235.		2,235.	ATCH 1
	12 Total. Add lines 1 through 11	1,685,135.		9,050.	
	13 Compensation of officers, directors, trustees, etc.	717,264.		0.	717,264.
	14 Other employee salaries and wages	224,000.		0.	214,950.
	15 Pension plans, employee benefits	21,142.		0.	21,142.
	16 a Legal fees (attach schedule) ATCH 2	377.		0.	377.
	b Accounting fees (attach schedule) ATCH 3	22,564.		0.	22,564.
	c Other professional fees (attach schedule) *	126,597.		0.	126,597.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	57,095.	0.	0.	57,095.
	19 Depreciation (attach schedule) and depletion	4,601.	0.	0.	
	20 Occupancy	0.	0.	0.	0.
	21 Travel, conferences, and meetings	287,255.	0.	0.	287,255.
	22 Printing and publications	55,126.			55,126.
	23 Other expenses (attach schedule) ATCH 6	104,170.	0.	0.	104,170.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,620,191.	0.	9,050.	1,606,540.
	25 Contributions, gifts, grants paid	479,720.			319,720.
	26 Total expenses and disbursements. Add lines 24 and 25	2,099,911.	0.	9,050.	1,926,260.
	27 Subtract line 26 from line 12	-414,776.			
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		-0-0.		
	c Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		261,757.	208,766.	208,766.
	2	Savings and temporary cash investments		442,108.	324,885.	324,885.
	3	Accounts receivable	1,280.			
		Less allowance for doubtful accounts		22,106.	1,280.	1,280.
	4	Pledges receivable				
		Less allowance for doubtful accounts				
	5	Grants receivable		0.	0.	0.
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)				
	7	Other notes and loans receivable (attach schedule)				
		Less allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		8,040.	0.	0.
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	Liabilities	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis	17,986.			
		Less accumulated depreciation (attach schedule)	7,440.	9,567.	10,546.	10,546.
15		Other assets (describe <u>ATCH 7</u>)		2,289.	2,273.	2,273.
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		745,867.	547,750.	547,750.
17		Accounts payable and accrued expenses		26,144.	82,803.	
18		Grants payable		25,000.	185,000.	
19	Deferred revenue					
20	Loans from officers, directors, trustees, and other disqualified persons					
21	Mortgages and other notes payable (attach schedule)					
22	Other liabilities (describe <u> </u>)		0.	0.		
23	Total liabilities (add lines 17 through 22)		51,144.	267,803.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☒ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted		472,992.	63,163.	
	25	Temporarily restricted		221,731.	216,784.	
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see page 17 of the instructions)		694,723.	279,947.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		745,867.	547,750.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	694,723.
2	Enter amount from Part I, line 27a	2	-414,776.
3	Other increases not included in line 2 (itemize) <u>ATTACHMENT 8</u>	3	819,230.
4	Add lines 1, 2, and 3	4	1,099,177.
5	Decreases not included in line 2 (itemize) <u>ATTACHMENT 9</u>	5	819,230.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	279,947.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter -0- in Part I, line 7 } **2**

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8. } **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	0.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ATTACHMENT 10		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.FOODBANKING.ORG				
14	The books are in care of BETH SAKS Telephone no (312) 782-4560			
Located at 203 N. LA Salle STREET, STE 1900 CHICAGO, IL ZIP + 4 60601				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year			☐
				15

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☐ No If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** X

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No **ATTACHMENT 11**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If "Yes" to 6b, file Form 8870

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation** (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		586,093.	131,171.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 13		185,462.	22,799.	0.

Total number of other employees paid over \$50,000 ☐ 3

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **NONE****Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 BUILDING NEW & SUPPORTING EXISTING FOOD BANKS AND FOOD BANK NETWORKS. SEE FEDERAL FOOTNOTE #2	1,472,842.
2 FOOD SOURCING CAPACITY DEVELOPMENT & TRAINING SEE FEDERAL FOOTNOTE #3	160,028.
3 NEWSLETTERS AND OTHER PRINTED MATERIAL TO EDUCATE THE PUBLIC	117,804.
4 CONDUCTED 3RD ANNUAL INSTITUTE: PROVIDED TRAINING ON STARTING AND SUSTAINING FOOD BANKS, ESTABLISHING POSITIVE GOVERNMENT RELATIONS AND BUILDING EFFECTIVE PARTNERSHIPS.	131,576.

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	698,748.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	698,748.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	698,748.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	10,481.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	688,267.
6	Minimum investment return. Enter 5% of line 5	6	34,413.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

Part XII Qualifying Distributions(see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,926,260.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,926,260.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,926,260.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				0.
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	0.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009	0.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

12/22/2006

b Check box to indicate whether the foundation is a private operating foundation described in section

☒ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b 55% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	1,926,260.	2,269,379.	70,090.	143,900.	4,409,629.
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	1,926,260.	2,269,379.	70,090.	143,900.	4,409,629.
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets	547,750.	745,867.	574,926.	428,276.	2,296,819.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	547,750.	745,867.	574,926.	428,276.	2,296,819.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	22,942.	21,417.	13,028.	7,229.	64,616.
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year ATTACHMENT 14				
Total				3a 319,720.
b Approved for future payment ATTACHMENT 15				
Total				3b 185,000.

Form 990-PF (2009)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	6,815.	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a					
b	OTHER REVENUE					2,235.
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				6,815.	2,235.
13	Total. Add line 12, columns (b), (d), and (e)				13	9,050.

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	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 taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
	 Signature of officer or trustee		2.17.11 Date	CPO - Treasurer Title
	Preparer's signature 	Date 2/14/11	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions)
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code CROWE HORWATH LLP PO BOX 3697 OAK BROOK, IL 60522-3697			EIN 630-574-7878
	Firm's name (or yours if self-employed), address, and ZIP code PO BOX 3697 OAK BROOK, IL 60522-3697			Phone no 630-574-7878

Schedule of Contributors

OMB No 1545-0047

2009

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

THE GLOBAL FOODBANKING NETWORK

Employer identification number

20-4268851

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE GLOBAL FOODBANKING NETWORK

Employer identification number
20-4268851**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ST MARY'S FOOD BANK ALLIANCE 2831 N. 31ST AVENUE PHOENIX, AZ 85009	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	MAZON: A JEWISH RESPONSE TO HUNGER 1990 SOUTH BUNDY DRIVE, SUITE 260 LOS ANGELES, CA 90025	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	SHARE OUR STRENGTH 1730 M STREET NW, SUITE 700 WASHINGTON, DC 20036	\$ 29,770.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	ABBOTT FUND 100 ABBOTT PARK ROAD ABBOTT PARK, IL 60064	\$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
5	DEBBIE BRICKER 1336 NORTH STATE PARKWAY CHICAGO, IL 60610	\$ 20,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
6	DLA PIPER LLP (US) 203 N. LA SALLE STREET CHICAGO, IL 60601	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE GLOBAL FOODBANKING NETWORK

Employer identification number
20-4268851**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	FEEDING AMERICA 35 EAST WACKER DR., SUITE 2000 CHICAGO, IL 60601	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
8	KRAFT FOODS FOUNDATION THREE LAKES DRIVE NORTHFIELD, IL 60093	\$ 85,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
9	PAT AND JANE TRACY RR#4 BOX 1 MOUNT STERLING, IL 62353	\$ 7,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
10	SILLIKER, INC. 900 MAPLE ROAD HOMWOOD, IL 60430	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
11	TRACY FAMILY FOUNDATION P.O. BOX 192 MOUNT STERLING, IL 62353	\$ 7,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
12	HARRY AND JEANETTE WEINBERG FOUNDATION, 7 PARK CENTER COURT OWINGS MILLS, MD 21117	\$ 500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE GLOBAL FOODBANKING NETWORK

Employer identification number
20-4268851**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	MARriott INTERNATIONAL, INC. 10400 FERNWOOD ROAD, DEPT. 52/977.71 BETHESDA, MD 20817	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
14	KELLOGG'S CORPORATE CITIZENSHIP FUND 1 KELLOGG SQUARE BATTLE CREEK, MI 49016-3596	\$ 250,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
15	AQUALIA FOUNDATION 601 CARLSON PARKWAY, SUITE 1235 MINNETONKA, MN 55305	\$ 350,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
16	ROBERT CAHILL 920 PARK AVENUE APT. 6B NEW YORK, NY 10028	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
17	THE P&G FUND OF THE GREATER CINCINNATI F P.O. BOX 599 CINCINNATI, OH 45201	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
18	AIDMATRIX FOUNDATION P.O. BOX 631086 IRVING, TX 75063-1086	\$ 6,339.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization THE GLOBAL FOODBANKING NETWORK

Employer identification number
20-4268851**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
19	H-F-R 4301 WINDFERN ROAD HOUSTON, TX 77041	\$ 35,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
20	FOOD BANKS CANADA 445 WINNEPEG ST. REGINA, SK S4R 8P2	\$ 7,087.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
21	ASOCIACION MEXICANA DE BANCOS DE ALIMENT RINCONADA DEL AGUA #2811 RINCONADA DEL BOSQUE GUADALAJARA, JALISCO, MEXICO 44530	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
22	CHERI FOX REHOV REUVEN 9 93-510 BAKA JERUSALEM ISRAEL	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
23	FOODBANK SOUTH AFRICA LOWER GROUND FLOOR, FOYER C SUNRISE PARK NDABENI SOUTH AFRICA	\$ 7,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
24	SODEXO GROUP 225 QUAI DE LA BATAILLE DE STALINGRAD F-92866 ISSY-LES-MOULINEAUX CEDEX 9 FRANCE	\$ 42,672.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OTHER REVENUE	2,235.	0.	2,235.
TOTALS	2,235.	0.	2,235.

ATTACHMENT 2FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	377.	0.	0.	377.
TOTALS	<u>377.</u>	<u>0.</u>	<u>0.</u>	<u>377.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	22,564.	0.	0.	22,564.
TOTALS	<u>22,564.</u>	<u>0.</u>	<u>0.</u>	<u>22,564.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROFESSIONAL CONSULTANTS	82,750.	0.	0.	82,750.
TEMPORARY HELP/INTERNS	4,005.	0.	0.	4,005.
TRANSLATIONS	14,184.	0.	0.	14,184.
GRAPHIC DESIGN	25,658.	0.	0.	25,658.
TOTALS	<u>126,597.</u>	<u>0.</u>	<u>0.</u>	<u>126,597.</u>

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	57,095.	0.	0.	57,095.
TOTALS	57,095.	0.	0.	57,095.

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TELECOMMUNICATIONS	33,929.	0.		33,929.
FEES	6,144.	0.		6,144.
INSURANCE	13,675.	0.		13,675.
SUPPLIES	9,579.	0.		9,579.
BOOKS, DUES, SUBSCRIPTIONS	7,748.	0.		7,748.
POSTAGE	13,227.	0.		13,227.
EQUIPMENT RENTAL	532.	0.		532.
MISCELLANEOUS	3,534.	0.		3,534.
STAFF DEVELOPMENT	2,755.	0.		2,755.
LOSS ON DISPOSAL	2,789.	0.		2,789.
BAD DEBT EXPENSE	5,300.	0.		5,300.
STATE REGISTRATION FEES	4,958.	0.		4,958.
TOTALS	104,170.	0.	0.	104,170.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
OTHER ASSETS	2,289.	2,273.	2,273.
TOTALS	<u>2,289.</u>	<u>2,273.</u>	<u>2,273.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

IN-KIND PROFESSIONAL FEES

760,343.

IN-KIND RENT

58,887.

TOTAL

819,230.

ATTACHMENT 9FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCESDESCRIPTIONAMOUNT

IN-KIND PROFESSIONAL FEES
IN-KIND RENT

760,343.
58,887.

TOTAL

819,230.

FORM 990PF, PART VII-A, LINE 8A - STATES

AL, AK, AZ, AR, CA, CO, CT, DE, DC, FL, GA, HI, ID, IL,
IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY,
NC, OH, OK, OR, PA, RI, SC, SD, TN, TX, UT, VT, VA, WA, WV, WI, WY,

ATTACHMENT 11FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: BHARATIYA SAMAJ SEVA KENDRA
GRANTEE'S ADDRESS: "BERTHA VARADA" 6TH LANE, PLOT 373 41100
CITY, STATE & ZIP: KOREGAON PARK, PUNE
FOREIGN PROVINCE: MAHARASHTRA
FOREIGN COUNTRY: INDIA
GRANT DATE: 03/18/2010
GRANT AMOUNT: 9,500.
GRANT PURPOSE: FEEDING PROGRAM SUPPORT/MILK AND OTHER GROCERIES.
AMOUNT EXPENDED: 9,500.
ANY DIVERSION? NO
DATES OF REPORTS: N/A
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FEDERACJA POLSKICH BANKOW ZYWNOSCI
GRANTEE'S ADDRESS: ALEJA SOLIDARNOSCI 101 22 620 38 44
CITY, STATE & ZIP: WARSZAWA
FOREIGN COUNTRY: POLAND
GRANT DATE: 03/11/2010
GRANT AMOUNT: 30,000.
GRANT PURPOSE: WAREHOUSE IMPROVEMENTS, EQUIPMENT
AMOUNT EXPENDED: 30,000.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 2/14/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: ASOCIACION MEXICANA DE BANCOS DE ALIMENT
GRANTEE'S ADDRESS: RINCONADA DEL AGUA #2811
CITY, STATE & ZIP: RINCONADA DEL BOSQUE
FOREIGN PROVINCE: GUADALAJARA, JALISCO, 44530
FOREIGN COUNTRY: MEXICO
GRANT DATE: 04/08/2010
GRANT AMOUNT: 44,720.
GRANT PURPOSE: ENHANCE FOOD SOURCING OF FOOD BANKS IN CORTES
PACIFIC REGION AND CENTRAL REGION
AMOUNT EXPENDED: 13,294.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 02/14/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FOOD BANK SOUTH AFRICA
GRANTEE'S ADDRESS: P.O. BOX 564 7450
CITY, STATE & ZIP: HOWARD PLACE
FOREIGN COUNTRY:

ATTACHMENT 11 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

SOUTH AFRICA
GRANT DATE: 05/26/2010
GRANT AMOUNT: 69,500.
GRANT PURPOSE: LUNCH BUDDIES PROGRAM IN WESTERN CAPE
AMOUNT EXPENDED: 11,907.
ANY DIVERSION? NO
DATES OF REPORTS: REPORT DUE: 04/14/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FOOD BANKS CANADA
GRANTEE'S ADDRESS: 2968 DUNDAS STREET WEST, SUITE 303 M6P 1
CITY, STATE & ZIP: TORONTO
FOREIGN PROVINCE: ONTARIO
FOREIGN COUNTRY: CANADA
GRANT DATE:
GRANT AMOUNT: 50,000.
GRANT PURPOSE: SUPPORT FOR FOODBANK INFRASTRUCTURE
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS: N/A
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: FORA COMMUNITY DEVELOPMENT FOUNDATION
GRANTEE'S ADDRESS: 33 "DOBRI HRISTOV" STR.,
CITY, STATE & ZIP: 1467 SOFIA
FOREIGN COUNTRY: BULGARIA
GRANT DATE: 08/03/2010
GRANT AMOUNT: 53,500.
GRANT PURPOSE: NATIONWIDE FOODBANK SYSTEM IN BULGARIA
AMOUNT EXPENDED: 13,328.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 1/31/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:
TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: EUROPEAN FEDERATION OF FOOD BANKS
GRANTEE'S ADDRESS: 53, AVENUE DU GENERAL LECLERC F 92340
CITY, STATE & ZIP: BOURG-LA-REINE
FOREIGN COUNTRY: FRANCE
GRANT DATE: 09/02/2010
GRANT AMOUNT: 50,000.
GRANT PURPOSE: FOODBANK AND EQUIPMENT PURCHASES FOR ITS NETWORK
AMOUNT EXPENDED:
ANY DIVERSION?

ATTACHMENT 11 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

NO
DATES OF REPORTS: REPORT DUE: 2/15/2011

VERIFICATION DATE:

RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: THE BETHUNE HOUSE MIGRANT WOMEN'S REFUGE
GRANTEE'S ADDRESS: ST. JOHNS CATHEDRAL 4-8 GARDEN ROAD
CITY, STATE & ZIP: CENTRAL
FOREIGN COUNTRY: HONG KONG
GRANT DATE: 03/18/2010
GRANT AMOUNT: 2,500.
GRANT PURPOSE: FEEDING PROGRAM SUPPORT
AMOUNT EXPENDED: 2,500.
ANY DIVERSION? NO
DATES OF REPORTS: N/A
VERIFICATION DATE:
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: TURKIYE ISRAFI ONLEME VAKFI
GRANTEE'S ADDRESS: KARACA SOKAK 17/2 GOP 06700
CITY, STATE & ZIP: ANKARA
FOREIGN COUNTRY: TURKEY
GRANT DATE: 07/27/2010
GRANT AMOUNT: 30,000.
GRANT PURPOSE: SUPPORT FOR NATIONAL FOODBANK DEVELOPMENT
AMOUNT EXPENDED: 1,940.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 2/14/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

GRANTEE'S NAME: RED ARGENTINA DE BANCOS DE ALIMENTOS
GRANTEE'S ADDRESS: CALLE SUIPACHA 1.404, CP 1110
CITY, STATE & ZIP: CIUDAD AUTONOMA DE BS. AS.
FOREIGN COUNTRY: ARGENTINA
GRANT DATE: 07/08/2010
GRANT AMOUNT: 40,000.
GRANT PURPOSE: TRAINING, ESTABLISHMENT OF NEW FOODBANK AND EQUIPMENT
AMOUNT EXPENDED: 6,279.
ANY DIVERSION? NO
DATES OF REPORTS: REPORTS DUE: 2/14/2011
VERIFICATION DATE:
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: FOODBANK SOUTH AFRICA
GRANTEE'S ADDRESS: P.O. BOX 564 7450
CITY, STATE & ZIP: HOWARD PLACE
FOREIGN COUNTRY: SOUTH AFRICA
GRANT DATE: 10/08/2009
GRANT AMOUNT: 25,000.
GRANT PURPOSE: FEEDING PROGRAM SUPPORT
AMOUNT EXPENDED: 25,000.
ANY DIVERSION? NO
DATES OF REPORTS: N/A
VERIFICATION DATE:
RESULTS OF VERIFICATION:

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY
PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WILLIAM RUDNICK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	BOARD CHAIRMAN 10.00	0.	0.	0.
RICARDO BON ECHAVARRIA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	BOARD VICE CHAIRMAN 1.00	0.	0.	0.
ROBERT FORNEY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	PRESIDENT & CEO (PARTIAL YR) 40.00	112,868.	24,942.	0.
DAVID PRENDERGAST 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	PRESIDENT & CEO (PARTIAL YR) 40.00	135,630.	24,070.	0.
BETH E. SAKS 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	CFO & TREASURER 32.00	99,879.	29,601.	0.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT AND OTHER ALLOWANCES
			TO EMPLOYEE BENEFIT PLANS		
CHRISTOPHER REBSTOCK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	SECRETARY/ VP NETWORK DEVELOP. 40.00	142,678.	24,087.		0.
MAURICE WEAVER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	ASSISTANT SECRETARY 40.00	95,038.	28,471.		0.
LUCIANO AIMAR REYES 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.		0.
ADOLFO BRENNAN 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.		0.
THE HONORABLE EVA CLAYTON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.		0.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 12 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JAYNEE DAY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
ARNOLD DONALD 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
MAHMUD AYED DUWAYRI 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
CHERI FOX 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
CLAUDIO MARCELO GIOMI 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT	
			TO EMPLOYEE	BENEFIT PLANS	ANI	OTHER
WAYNE HELLIQUIST 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
CARLOS ENRIQUE CAVELIER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
TIMOTHY KNOWLTON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
WILLIAM MCGOWAN 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
WILLIAM MZIMBA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PE, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JEAN DELMELLE 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
TERRY SHANNON 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
PAT TRACY 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	VICE CHAIR DESIGNATE 5.00	0.	0.	0.
KAREN KUREK 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.
SAM PITRODA 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.

THE GLOBAL FOODBANKING NETWORK

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FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS		EXPENSE ACCT	
			TO EMPLOYEE BENEFIT PLANS		AND OTHER ALLOWANCES	
ESTHER SILVER-PARKER 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
ANGELA JOYCE 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
H. ERIC SCHOCKMAN 203 N. LASALLE STREET 1900 CHICAGO, IL 60601	DIRECTOR 1.00	0.	0.	0.	0.	0.
GRAND TOTALS		586,093.	131,171.			0.

THE GLOBAL FOODBANKING NETWORK

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990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS: EXPENSE ACCT TO EMPLOYEE AND OTHER BENEFIT PLANS: ALLOWANCES</u>
JULIE FELIX 203 N. LASALLE STREET, 1900 CHICAGO, IL 60601	ASSISTANT TO PRES. 40.00	59,490.	9,641. 0.
DEBRA KEEGAN 203 N. LASALLE STREET, 1900 CHICAGO, IL 60601	DIRECTOR FOOD SOURCE 30.00	54,208.	2,188. 0.
CATHERINE WOOD 203 N. LASALLE STREET, 1900 CHICAGO, IL 60601	DIRECTOR OF DEVELOP. 40.00	71,764.	10,970. 0.
	TOTAL COMPENSATION	<u>185,462.</u>	<u>22,799.</u> <u>0.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
AKSHAYA PATRA FOUNDATION USA 92 MONTVALE AVENUE, SUITE 2500 STONEHAM, MA 02180	N/A 509 (A) (2)		SCHOOL FEEDING PROGRAM AND ADMINISTRATIVE EXPENSES	100,000
ASOCIACIÓN MEXICANA DE BANCOS DE ALIMENTOS RINCONADA DEL AGUA #2811, RINCONADA DEL BOSQUE GUADALAJARA, JALISCO, 44530 MEXICO	N/A EXPEND RESPONSIBILITY		ENHANCE FOOD SOURCING OF FOOD BANKS IN CORTES/PACIFIC REGION AND CENTRAL REGION	44,720
BHARATIYA SAMAJ SEVA KENDRA "BERTHA VARADA" 6TH LANE, PLOT NO 373 KOREGAON PARK, PUNE MAHARASHTRA, 411001 INDIA	N/A EXPEND RESPONSIBILITY		FEEDING PROGRAM SUPPORT/MILK AND OTHER GROCERIES	9,500
FEDERACJA POLSKICH BANKOW ZYWNOSCI ALEJA SOLIDARNOSCI 101 WARSZAWA, POLSKA, 22 620 38 44 GUATEMALA	N/A EXPEND RESPONSIBILITY		WAREHOUSE IMPROVEMENTS, EQUIPMENT	30,000
FOOD BANK SOUTH AFRICA P O BOX 564 HOWARD PLACE, 7450 SOUTH AFRICA	N/A EXPEND RESPONSIBILITY		LUNCH BUDDIES PROGRAM IN WESTERN CAPE	69,500.
FORA COMMUNITY DEVELOPMENT FOUNDATION 33 "DOBRI HRISTOV" STR 1467 SOFIA BULGARIA BULGARIA	N/A EXPEND RESPONSIBILITY		NATIONWIDE FOODBANK SYSTEM IN BULGARIA	23,500

THE GLOBAL FOODBANKING NETWORK

20-4268851

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE BETHUNE HOUSE MIGRANT WOMEN'S REFUGE LTD. ST JOHNS CATHEDRAL, 4-8 GARDEN ROAD CENTRAL HONG KONG CHINA	N/A EXPEND RESPONSIBILITY	FEEDING SUPPORT PROGRAM	2,500
TURKIYE ISRAFI ONLEME VAKFI KARACA SOKAK 17/2 GOP ANKARA, 06700 TURKEY	N/A EXPEND RESPONSIBILITY	SUPPORT FOR NATIONAL FOODBANK DEVELOPMENT	15,000
FOOD BANK SOUTH AFRICA FY 09 ACCRUED P O BOX 564 7450 HOWARD PLACE SOUTH AFRICA	N/A EXPEND RESPONSIBILITY	FEEDING PROGRAM SUPPORT	25,000
TOTAL CONTRIBUTIONS PAID			319,720

FORM GROUP, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 15

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FOOD BANKS CANADA 2968 DUNDAS STREET WEST, SUITE 303 TORONTO ONTARIO, M6P 1Y8 CANADA	N/A EXPEND RESPONSIBILITY	SUPPORT FOR FOODBANK INFRASTRUCTURE	50,000
FORA COMMUNITY DEVELOPMENT FOUNDATION 33 "DOBRI HRISTOV" STR. 1467 SOFIA BULGARIA BULGARIA	N/A EXPEND RESPONSIBILITY	NATIONWIDE FOODBANK SYSTEM IN BULGARIA	30,000
RED ARGENTINA DE BANCOS DE ALIMENTOS CALLE SUIPACHA 1.404 CP 1110 CIUDAD AUTONOMA DE BS. AS ARGENTINA	EXPEND RESPONSIBILITY	TRAINING, ESTABLISHMENT OF NEW FOODBANK AND EQUIPMENT	40,000
TURKIYE ISRAFI ONLEME VAKFI KARACA SOKAK 17/2 GOP ANKARA, 06700 TURKEY	N/A EXPEND RESPONSIBILITY	SUPPORT FOR NATIONAL FOODBANK DEVELOPMENT	15,000
EUROPEAN FEDERATION OF FOOD BANKS 53, AVENUE DU GENERAL LECLERC F 92340 BOURG-LA-REINE FRANCE	N/A EXPEND. RESPONSIBILITY	FOODBANK AND EQUIPMENT PURCHASES FOR ITS NETWORK	50,000
TOTAL CONTRIBUTIONS APPROVED			185,000

THE GLOBAL FOODBANKING NETWORK

BYLAWS

(as amended and restated June 3, 2009)

ARTICLE I - NAME; OFFICES.

Section 1 Name. The name of the corporation shall be The Global FoodBanking Network, a not for profit corporation duly incorporated in the State of Illinois (the "Corporation").

Section 2 Offices. The principal office of the Corporation shall be in Chicago, Illinois, or in such other location as the Board of Directors may designate from time to time. The Corporation may maintain such other offices within or without the State of Illinois as may be designated from time to time by the Board of Directors.

ARTICLE II – MEMBERS.

Section 1 Classes, Qualifications and Application Process

A. Classes and Qualifications. The Corporation shall have three (3) classes of member, designated respectively as Country Members (being national networks of food banks); Independent Certified Food Bank Members; and Federation/Association Members. The qualifications for members of all classes, and the additional qualifications, if any, by separate class of member, are set forth in the Membership Criteria Policy Statement attached as Exhibit A hereto and incorporated herein by this reference, as same may be amended from time to time by the Board of Directors of the Corporation (as same may be so amended, the "Membership Policy Statement").

B. Application Process. Any eligible entity, solely upon invitation to do so by the President of the Corporation or any officer designated from time to time by the President, may file a written application to become a member of the Corporation of the appropriate class with the Board of Directors on such form, containing such information, acknowledgments and agreements, and accompanied by such further documentation as the Board of Directors, or any officer to whom the Board of Directors delegates such authority, may from time to time determine, including without limitation a Member Contract. The Board of Directors shall have the power to accept, accept upon further conditions, or reject any application for membership in its sole discretion and shall have no obligation to provide any rejected applicant with any reason for rejection or any other applicant with any reason for such further conditions. Notwithstanding the foregoing, all entities which were Country Members as of May 23, 2007 shall not be required to reapply for membership solely by reason of the amendment and restatement of these Bylaws as of May 23, 2007.

Section 2 Term. Membership in the Corporation shall be for the fiscal year of the Corporation.

Section 3 Voting Rights. No member of any class shall have the right to vote with respect to the election of directors or any other matter concerning the Corporation. Notwithstanding the foregoing, only if any Members Council referred to in Paragraph B of Section 9 of this Article II is established and for so long as such Members Council shall be operational, the members of the Corporation shall have the right to elect the Members Council in accordance with the terms and conditions of the resolution of the Board of Directors establishing the Members Council, as such resolution may be amended from time to time.

Section 4 Obligations and Expectations of Members. The members shall at all times comply with their Member Contracts (if applicable), the obligations and expectations of members set forth in the Member Policy Statement and such other policies and performance standards as the Board of Directors may from time to time adopt. Without limiting the generality of the foregoing, the members shall be expected to adhere to a set of performance standards and enforce those standards within their own structures and at the level of their own member food banks or member agencies in order to enable the Corporation to assure the public, private and voluntary sectors that food banks are a safe, accountable, and transparent system for receiving, storing and distributing grocery products donated or purchased by the public and private sectors to or for the benefit of hungry people. Members shall not be required to pay dues in respect of their membership but shall be encouraged to make voluntary contributions to support the work of the Corporation at such times, and in such amounts, as are consistent with their priorities and financial capacities.

Section 5 Termination of Membership; Resignation. Upon the admission of a national network of food banks as a Country Member, the membership of all Independent Certified Food Bank members from that country shall automatically terminate. The Board of Directors may also terminate the membership of any member which fails to comply with such member's Member Contract (if any), the Member Policy Statement or any other applicable policy or performance standard, or for other good cause. Any member may also resign by filing a written resignation with the Secretary of the Corporation.

Section 6 Reinstatement. Upon written request signed by a former member and filed with the Secretary of the Corporation, the Board of Directors may, in its sole discretion, reinstate such former member to membership upon such terms as the Board of Directors may deem appropriate.

Section 7 Transfer of Membership. Membership in the Corporation is not transferable or assignable.

Section 8 Representative. Each member shall from time to time designate an individual as its designated representative to receive notices and other communications from the Corporation, to attend any meetings of members or of its class of member, and to exercise on such member's behalf any other rights or privileges of such member. Such designation may be made in the member's application for membership or by written notice to the Corporation filed with the Secretary of the Corporation, but no such designation or change of designation shall be effective

- unless and until actually received by the Secretary. The Corporation may rely conclusively and without inquiry on the most-recent such designation on file.

Section 9 Meetings of Members.

A. Call, Place and Purpose. Meetings of members, or of any class thereof, may be called by the Board of Directors or the President of the Corporation. The Board of Directors may designate any place as the place of meeting for any meeting called by the Board of Directors. The President may designate any place as the place of meeting for any meeting called by the President. The purpose of any meeting of members or any class thereof shall be to inform the members, or relevant class thereof, of such matters concerning the Corporation, the members or such class as the Board of Directors or the President, respectively, deems appropriate and to enable the members or such class to interact with each other.

B. Members Council. At any time after there are at least ten (10) members of the Corporation, the Board of Directors may, in its sole discretion, by resolution establish an advisory body designated the "Members Council." The purpose of any Members Council shall be to create a convenient forum for members of the Corporation to provide non-binding advice to the Corporation with a view to promoting or enhancing the Corporation's ability to carry out its mission and purposes. The qualifications, composition, term of office, mode of election and all other matters concerning the structure and governance of any Members Council shall be set forth in such resolution, as same may be amended from time to time by the Board of Directors. Notwithstanding the foregoing, the Board of Directors may in its discretion, with or without notice to the members or any class thereof, from time to time and at any time amend the purpose, structure or governance of, or dissolve, any Members Council if the Board of Directors deems such amendment or dissolution to be in the best interests of the Corporation.

C. Record Date. For the purpose of determining the members or class of members entitled to notice of any meeting of members or of such class or any adjournment thereof, the Board of Directors may fix, in advance, a date as the record date for any such determination of members. Any such record date shall not be more than sixty (60) days and not less than five (5) days before the date of such meeting.

D. Notice. Written, facsimile or electronic mail notice stating the place, date, and hour of any meeting of the members or any class thereof shall be delivered by mail, facsimile transmission or electronic mail to the members, or the members of such class, not less than ten (10) nor more than twenty-one (21) days before the date of such meeting addressed to the members or members of such class (as applicable) at their respective mail, facsimile or electronic mail addresses as they appear on the records of the Corporation, with postage thereon prepaid if mailed. Notice given by mail shall be deemed delivered three (3) business days after mailed; notice given by facsimile shall be deemed delivered upon successful completion of transmission; and notice given by electronic mail shall be deemed delivered upon completion of transmission without return as undeliverable.

E. Quorum and Participation. Any number of members, or members of the relevant class, present at a meeting of members, or of such class, shall constitute a quorum; provided, that after establishment of any Members Council, a majority of the members of a class shall

constitute a quorum for a meeting of that class if any positions on the Members Council may be elected solely by that that class (or by that class together with one other class) and a purpose of such meeting is to elect those positions on the Members Council. Attendance of any meeting of members or any class of members by conference telephone or other communications equipment through which all parties can communicate with each other shall be permitted.

ARTICLE III - BOARD OF DIRECTORS.

Section 1 General Powers. The business and affairs of the Corporation shall be managed by the Board of Directors. The Board of Directors is charged with guiding the Corporation toward the accomplishment of its mission. The Board of Directors shall have such powers as are set forth in other Articles hereof or by statute, and other powers including, but not limited to the following:

- A. Interpreting the provisions of the articles of incorporation and Bylaws.
- B. Controlling the funds of the Corporation and designating its depositories.
- C. Authorizing expenditures from the funds of the Corporation to implement its goals, mission and purposes.
- D. Appointing or authorizing the appointment or employment of professional and administrative staff personnel, professional auditors and others to assist in carrying out the purposes and resolves of the Corporation.
- E. Determining compensation for services rendered or to be rendered to the Corporation by persons other than directors and non-staff officers in such capacities.
- F. Performing all other acts consistent with the articles of incorporation and Bylaws that may be needed to carry out the purposes and resolves of the Corporation.

Section 2 Number and Qualifications.

A. Number. The number of directors shall be no less than eighteen (18) and no more than twenty-three (23). The number of directors may be decreased to not fewer than three (3) or increased to any number from time to time by amendment of this section, unless the articles of incorporation provide that a change in the number of directors shall be made only by amendment to the articles of incorporation. The directors shall be assigned by the Board of Directors (or any committee thereof which the Board of Directors designates to make such assignment) to three (3) equal (or as nearly equal as possible) groups which shall be designated "Group 1," "Group 2" and "Group 3."

B. Qualifications.

(1) Residency. Directors need not be residents of the State of Illinois or of the United States of America.

(2) Affiliation. At least three (3) directors shall be either employees, directors or trustees ("Affiliates") of then-existing members of the Corporation on the date of their election to the Board of Directors and during their tenure on the Board of Directors; provided, that a director shall not cease to be qualified to serve as a director of the Corporation merely because he is no longer an Affiliate of a member; provided, further, that if at any time there are fewer than three (3) Affiliate directors on the Board of Directors, the requirement that there be three (3) Affiliate directors shall automatically be deemed waived for a period of the lesser of one (1) year or until there are again three (3) Affiliate directors on the Board of Directors and, by resolution of the Board of Directors, may be waived for such further time as the Board of Directors deems necessary or appropriate in order to fill those vacancies on the Board of Directors.

(3) Attendance Requirement. Over each three (3)-year term of office (and prorated and rounded up to the nearest higher whole number for any term consisting of less than three (3) calendar years), directors must attend at least two-thirds (2/3) of all regular and special Board of Directors meetings held during such term, including at least three (3) regular meetings in person (preferably the annual meetings of the Board of Directors, but not limited thereto) rather than by conference telephone or other conference communications equipment pursuant to Section 10 of Article VI hereof. A director's failure to satisfy this attendance requirement shall disqualify such director from serving any subsequent term. Action taken by unanimous written consent of the directors without a meeting shall not be deemed attendance at a meeting for purposes of this attendance requirement.

(4) Additional Criteria. The Nominating and Board Development Committee shall define such additional qualifications and criteria for Board of Directors service and recommend the adoption of such criteria to the Board of Directors.

Section 3 Term and Election.

A. Term. The initial term of the Group 1 directors shall expire December 31, 2008. The initial term of the Group 2 directors shall expire December 31, 2009. The initial term of the Group 3 directors shall expire December 31, 2010. Upon the expiration of the terms of office of the Group 1, Group 2 and Group 3 directors, their respective successors shall be elected for the term of three (3) years each which shall commence the January 1 following their respective elections. Each director shall otherwise hold office until his or her successor shall have been elected and qualified. A director may serve more than one (1) term of office as a director, but no more than three (3) consecutive terms of office, except that a director may be reelected following a break in service consisting of at least one (1) year. For purposes of the foregoing term limits, neither service for a partial term consisting of less than three (3) calendar years nor service preceding such a break in service be taken into account, .

B. Election. Prior to the annual meeting of the Board of Directors, the Nominating and Board Development Committee shall meet to nominate at least that number of candidates for directors equal to (i) the number of directors in that Group whose term of office expires the December 31 of that year plus (ii) any increase in the number of directors of that Group desired by the Board of Directors, subject to the then applicable limitation on the total number of directors and the maintenance of equality or near equality in number of directors among the three

- Groups pursuant to Paragraph A of Section 2 of this Article III. Additional nominations may be proposed by any director at or before the annual meeting. All nominees shall be subject to election independently of each other and not as a slate. Each director shall have one vote for each position on the board to be filled, and voting shall not be cumulative. The nominees receiving the largest number of votes shall be elected.

Section 4 Compensation. Directors shall not receive any compensation for their services as directors, but the Board of Directors may by resolution authorize reimbursement of expenses reasonably incurred by directors in the performance of their duties. Such authorization may prescribe procedures for approval and payment of such expenses by designated officers of the Corporation.

Section 5 Resignation or Removal. Any director may resign at any time by giving written notice to the Chairperson or Vice Chairperson of the Board of Directors. Such resignation shall take effect at the time specified therein or, if no time is specified, at the time such notice is delivered to the Chairperson or Vice Chairperson of the Board of Directors. Any director may be removed, with or without cause, by the affirmative vote of a majority of directors in office present and voting at any regular or special meeting of the Board of Directors at which a quorum is present.

Section 6 Vacancies. Vacancies occurring in the Board of Directors, or any directorship to be filled by reason of an increase in the number of directors, shall be filled by the Board of Directors at any regular or special meeting of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 7 Absence. Any director unable to attend a Board of Directors meeting shall communicate to the Chairperson or the Vice Chairperson the reason for his or her absence.

Section 8 Officers of the Board of Directors. The officers of the Board of Directors shall consist of a Chairperson and a Vice Chairperson. The Chairperson shall preside at all meetings of the Board of Directors and shall perform such other duties as from time to time may be assigned by the Board of Directors. The Vice Chairperson shall preside at all meetings of the Board of Directors in the absence of the Chairperson, shall perform such duties delegated by the Chairperson from time to time, and shall perform such other duties as from time to time may be assigned by the Board of Directors.

Section 9 Election and Term of Office. The initial term of the Chairperson and Vice Chairperson of the Board of Directors shall expire December 31, 2008. At the annual meeting of the Board of Directors in 2008, and at such meeting every two (2) years thereafter, the Board of Directors shall elect a Chairperson and Vice Chairperson of the Board of Directors to serve for a two (2)-year term commencing the following January 1.

Section 10. Removal of Board Officers. Any officer of the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Upon such removal, the Board of Directors shall fill the vacancy by electing a successor to hold such Board of Directors office for the balance of the removed

officer's term. The term of office of any Board of Directors officer who is also an employee of the Corporation shall terminate automatically at such time as such person's employment by the Corporation terminates.

ARTICLE IV - OFFICERS OF THE CORPORATION.

Section 1 Officers. The officers of the Corporation shall consist of a President (who shall also be the Chief Executive Officer of the Corporation), one or more Vice Presidents, a Secretary, a Treasurer (who shall also be the Chief Financial Officer of the Corporation), and such other officers and assistant officers as may be deemed necessary or desirable by the Board of Directors. Any number of offices may be held by the same person other than President and Treasurer. In its discretion, the Board of Directors may choose not to fill any office for any period as it may deem advisable, except the offices of President, Treasurer and Secretary.

Section 2 Election and Term of Office. The initial term of the officers of the Corporation in office as of May 1, 2007 shall expire December 31, 2008. At the annual meeting of the Board of Directors commencing with such meeting in 2008, the officers of the Corporation shall be elected every year by the Board of Directors for the one (1)-year term commencing the following January 1. If the election of officers shall not be held at any such meeting, such election shall be held as soon thereafter as may be convenient. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors. Each officer shall hold office until his or her successor shall have been duly elected and qualified, unless the office is vacated prior to that time. Election of an officer shall not of itself create contract rights.

Section 3 Removal. Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. The term of office of any officer elected by the Board of Directors who is also an employee of the Corporation shall automatically terminate at such time as such person's employment by the Corporation terminates.

Section 4 Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired period of the term.

Section 5 Compensation. Compensation of the President of the Corporation shall be fixed by the Board of Directors. All other officers' compensation shall be fixed by the President of the Corporation, in accordance with the Corporation's budget, as from time to time in effect.

Section 6 President. The President shall be the Chief Executive Officer of the Corporation. The President shall have responsibility for executing the policies of the Board of Directors in the general management of the business of the Corporation. The President may appoint a Chief Operating Officer. The President shall have such other duties as may be prescribed by the Board of Directors from time to time or as may be provided in these Bylaws.

Section 7 Vice Presidents. The Board of Directors may appoint the Chief Operating Officer of the Corporation (if any) to be a Vice President. In the event of the absence or inability to act of the President, the Vice President appointed as Chief Operating Officer of the Corporation (if

any) shall perform the duties and exercise the powers of the President. In the absence of the appointment of the Chief Operating Officer as a Vice President, the Vice President, or if there shall be more than one, the Vice Presidents in the order determined by the Board of Directors, shall, in the absence or inability to act of the President, perform the duties and exercise the powers of the President. The Vice President, or if there shall be more than one, the Vice Presidents shall perform such other duties and have such other powers as the Board of Directors may from time to time determine or as these Bylaws may prescribe.

Section 8 Secretary and Assistant Secretaries. The Secretary shall attend all meetings of the Board of Directors and record all the proceedings of the meetings of the Board of Directors in a book to be kept for that purpose and shall perform like duties for the committees when required. The Secretary shall give, or cause to be given, notice of all meetings of the Board of Directors; perform such other duties as may be prescribed by the Board of Directors or the President; shall have custody of the corporate seal (if any) of the Corporation and the Secretary, or an Assistant Secretary, shall have authority to affix the same to any instrument requiring it and when so affixed, it may be attested by his or her signature or the signature of the Assistant Secretary. The Board of Directors may give general authority to any other officer to affix the seal of the Corporation and to attest the affixation by his or her signature. The Assistant Secretary or, if there be more than one, the Assistant Secretaries in the order determined by the Board of Directors, shall, in the absence or inability to act of the Secretary, perform the duties and exercise the powers of the Secretary and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

Section 9 Treasurer and Assistant Treasurer. The Treasurer shall be the Chief Financial Officer of the Corporation. The Treasurer shall be responsible for the custody of the corporate funds and securities; shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation; shall deposit all monies and other valuable effects as approved by the Board of Directors, in the name and to the credit of the Corporation as may be ordered by the Board of Directors, taking proper vouchers for such disbursements; and shall render to the President and Chief Executive Officer and the Board of Directors, at its regular meetings or when the Board of Directors so requires, an account of the Corporation. If required by the Board of Directors, the Treasurer shall give the Corporation a bond in such sums and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the office of Treasurer and for the restoration to the Corporation in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money, and other property of whatever kind in the possession or under the control of the Treasurer belonging to the Corporation. The Assistant Treasurer or, if there shall be more than one, the Assistant Treasurers in the order determined by the Board of Directors, shall in the absence or inability to act of the Treasurer, perform the duties and exercise the powers of the Treasurer and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

Section 10 Other Officers, Assistant Officers and Agents. Officers, assistant officers and agents, if any, other than those whose duties are provided in these Bylaws, shall have such authority and perform such duties as may from time to time be prescribed by resolution of the Board of Directors.

Section 11 Charitable Activities. The foregoing officers of the Corporation shall have the further duties and authority to solicit gifts, grants and contributions of behalf the Corporation, to account for same, and to carry out the day-to-day operations of the Corporation towards the fulfillment of its charitable and educational purposes, subject to the direction of the Board of Directors and the supervision of the President and within the constraints imposed by the budgets approved by the Board of Directors.

ARTICLE V - COMMITTEES.

Section 1 Committees of Directors.

A. In General. Subject to Paragraph B of this Section 1 and Section 2 of this Article, the Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of at least two (2) directors, and solely of directors, which committees, to the extent (if any) provided in said resolution, the articles of incorporation or these Bylaws, shall have and exercise the authority of the Board of Directors in the management of the Corporation, but the designation and appointment of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any authority or responsibility imposed upon it, or him or her, by law. Without limiting the foregoing, no committee, including any Executive Committee, shall:

(1) Adopt a plan for the distribution of the assets of the Corporation or for dissolution;

(2) Approve or recommend to members any act which is required by the Illinois General Not for Profit Corporation Act of 1986 to be approved by members, but only if and to the extent that members are ever given the right to approve such act by amendment to the articles of incorporation or these Bylaws;

(3) Fill vacancies on the Board of Directors or any of its committees;

(4) Elect, appoint or remove any officer or director or member of any committee;

(5) Adopt, amend or repeal the Bylaws or the articles of incorporation;

(6) Adopt a plan of merger or consolidation or authorize the sale, lease, exchange or mortgage or all or substantially all of the property or assets of the Corporation; or

(7) Amend, alter, repeal or take action inconsistent with any resolution or action of the Board of Directors when the resolution or action of the Board of Directors provides by its terms that it shall not be amended altered or repealed by action of a committee.

Subject to the foregoing, the Board of Directors may refer or assign any matter to any committee and discharge or terminate any such committee. The Chairperson shall be a member, with the right to vote, of all committees.

B. Executive Committee. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint an Executive Committee which shall consist of seven (7) directors and shall include those directors who are from time to time the Chairperson of the Board of Directors, the Vice Chairperson of the Board of Directors, the chairpersons of the Nominating and Board Development, Stewardship, Audit and Finance Committees and one additional director (an "At-Large Director") appointed by the Board of Directors. The Executive Committee shall have and exercise the authority of the Board of Directors in the management of the Corporation between regular meetings of the Board of Directors except with respect to acts and matters expressly reserved by Section 108.40 of the Illinois General Not for Profit Corporation Act and/or Paragraph A of this Section 1 to the Board of Directors and except with respect to any functions or authority of the Board of Directors specifically delegated to another committee by resolution of the Board of Directors adopted by a majority of the directors in office.

Section 2 Standing Committees. There shall be the following standing committees of the Board of Directors, none of which shall have or exercise any powers of the Board of Directors: a Nominating and Board Development Committee, a Stewardship Committee, an Audit Committee and a Finance Committee, and each of which standing committees shall exercise its responsibilities subject to the residual authority and responsibility of the Board of Directors with respect to the matters within such standing committee's respective purview:

A. Nominating and Board Development Committee. This committee shall have the responsibility and duties to seek and screen potential members of the Board of Directors of the Corporation in accordance with these Bylaws; define and recommend to the Board of Directors the criteria or qualifications for Board of Directors service not otherwise set forth in Article III hereof; coordinate the orientation of new Board of Directors members and oversee the materials needed for Board of Directors orientation; review and recommend to the Board of Directors changes for improved effectiveness in Board of Directors meetings and committee activity; conduct and report to the Board of Directors its on-going evaluation of the performance of the Board of Directors and all directors based upon the values of the Corporation (taking into account any and all governance policies, as from time to time adopted by the Board of Directors and in effect); and periodically develop and recommend to the Board of Directors revisions and enhancements to such governance policies. This committee will seek Board of Directors input on the development of criteria for Board of Directors leadership in the selection of the Chairperson and Vice Chairperson of the Board of Directors in light of the challenges facing the organization at any given time. This committee shall report to the Board of Directors at least once per fiscal year.

B. Stewardship Committee. This committee shall have the responsibility and duties to evaluate, and report to the Board of Directors as to, the utilization and application of the resources of the Corporation to the furtherance of the Corporation's purposes and to oversee the Corporation's fundraising and development activities.

C. Audit Committee. This committee shall have oversight responsibilities, on behalf of (and reporting as it considers appropriate to) the Board of Directors regarding: the Corporation's audit policies and procedures, and accounting policies and accounting procedures; subject to the supervision of the Board of Directors, recommending to the Board of Directors the

retention and termination of the Corporation's independent auditor and negotiating the independent auditor's compensation on behalf of the Board of Directors; and overseeing the preparation of the Corporation's tax filings. This committee shall have such other responsibilities, consistent with the foregoing, as the Board of Directors may assign to it from time to time.

D. Finance Committee. This committee shall have oversight responsibilities, on behalf of (and reporting as it considers appropriate to) the Board of Directors regarding the Corporation's cash management, budgeting and financial planning. This committee shall have such other responsibilities, consistent with the foregoing, as the Board of Directors may assign to it from time to time.

Section 3 Term. The term of office of the members of the Executive Committee shall be coterminous with the member's term of office or term as committee chair as to the members consisting of the Chairperson of the Board of Directors, the Vice Chairperson of the Board of Directors, and the chairpersons of the Nominating and Board Development, Stewardship, Audit and Finance Committees. The term of office of the member of the Executive Committee who is the At-Large Director shall be for the partial calendar year, if any, commencing upon his or her appointment and the one (1) year commencing the January 1 following his or her appointment. Each member of any other committee shall continue as such until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall be removed from such committee, or unless such member shall cease to qualify as a member thereof. Subject to Paragraph B of Section 1 above and the first sentence of this Section 3, each member of a committee shall serve at the pleasure of the board of directors.

Section 4 Chairperson. One member of each committee shall be appointed chairperson by the Board of Directors, except that the Chairperson of the Board of Directors shall serve as chairperson of any Executive Committee.

Section 5 Vacancies. Subject to Paragraph B of Section 1 above with respect to certain officeholders as members of the Executive Committee, vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6 Quorum. Unless a greater number shall be provided in the resolution of the Board of Directors designating and appointing a committee or in these Bylaws, a majority of the members of such committee then in office shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of such committee.

Section 7 Rules. The Board of Directors may adopt rules for the governance of any committee not inconsistent with these Bylaws.

Section 8 Informal Action by Committee. Any action which may be taken at a meeting of a committee may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all committee members.

• Section 9 Commission or Task Force. The Board of Directors may create and appoint persons to a commission, task force or other such body which may or may not have directors as members, which body shall not act on behalf of the Corporation or bind it to any action, but may make recommendations to the Board of Directors or to the officers of the Corporation. Members of any such body shall be selected on the basis of such qualifications as the Board of Directors may from time to time determine. No member of any such body shall be entitled to receive any compensation for services rendered in such capacity or reimbursement for expenses of attendance at any meeting of such body.

ARTICLE VI – BOARD OF DIRECTORS MEETINGS.

Section 1 Regular Meetings. The Board of Directors shall meet at least three (3) times each year, in Fall, Winter and Spring. Such regular meetings shall each be held at such time and place as shall be determined by the Chairperson; provided, that whenever reasonably possible, as determined in the sole discretion of the Chairperson, at least one of the three regular meetings of the Board of Directors each year shall be held outside the United States of America and at least one of the other regular meetings of the Board of Directors shall be held at the principal office of the Corporation. Notices of such regular meetings shall be given to each director at least thirty (30) days prior to each meeting.

Section 2 Annual Meeting. The annual meeting of the Board of Directors shall be the Fall meeting of the year.

Section 3 Special Meeting. Special meetings of the Board of Directors may be called by the Chairperson or a majority of the directors in office and shall be held at such place as the Chairperson may determine.

Section 4 Notice of Special Meeting. Written, facsimile or electronic mail notice stating the place, date, and hour of any meeting of the Board of Directors shall be delivered by personal delivery, mail, facsimile transmission or electronic mail to the directors not less than two (2) days before the date of such meeting addressed to the directors at their respective mail, facsimile or electronic mail addresses as they appear on the records of the Corporation, with postage thereon prepaid if mailed. Notice given by personal delivery shall be deemed given upon delivery; notice given by mail shall be deemed delivered one (1) business day after mailed; notice given by facsimile shall be deemed delivered upon successful completion of transmission; and notice given by electronic mail shall be deemed delivered upon completion of transmission without return as undeliverable.

Section 5 Waiver of Notice. Any director may waive notice of any meeting. The waiver shall be in writing, signed by the director entitled to the notice and filed with the minutes or corporate records of the Corporation. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the stated purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened and does not thereafter vote for or assent to action taken at the meeting.

Section 6 Informal Action by Directors. Any action required by law to be taken at a meeting of the directors or any action which may be taken at a meeting of directors may be taken

- without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all members of the Board of Directors.

Section 7 Quorum. A majority of the directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors, provided that if less than a majority of the directors are present at said meeting, a majority of the directors present may adjourn the meeting to another time without further notice other than an announcement made at the meeting prior to adjournment. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by statute, these Bylaws or the articles of incorporation.

Section 8 Voting Rights. Each director shall be entitled to one vote, in person, on each matter submitted to a vote of the Board of Directors. Proxy voting shall not be allowed.

Section 9 Conflict of Interest.

A. Conflicted Director. A director ("Conflicted Director") shall be deemed to be directly or indirectly a party to a transaction or proposed transaction if the director, or any member of the director's immediate family (consisting of the director's spouse or domestic partner and the director's children and spouses of such children), is directly or indirectly a party to the transaction; or the director is an Affiliate of any member of the Corporation which is directly or indirectly a party to the transaction; or the director has a material financial interest (whether direct, indirect or beneficial) in, or is employed by, or is an officer, director, trustee, manager or general partner of or person in a similar position with respect to, an entity which is directly or indirectly a party to the transaction; provided, however, that a director shall not be deemed to be a Conflicted Director solely by reason of the fact that the transaction in question is the adoption, amendment or repeal of a policy by the Board of Directors which affects all members of the same class as the member of the Corporation of which such director is an Affiliate uniformly or if not uniformly, then similarly due to factors such as distinctions among members made by such policy based on financial hardship, type of member or volume of foodbanking activity.

B. Transaction. The term "transaction" shall include, but not be limited to, the following:

- (1) Any direct or indirect gift, grant, contribution or provision of money, goods, services or technical assistance by the Corporation to or for the benefit of any person or entity, whether or not a member of the Corporation;
- (2) Any purchase, sale, exchange, lease, transfer or encumbrance of any property or interest in property, or the incurrence of any debt, or entry into any guaranty of payment or performance or similar undertaking, or the provision of goods or services by, to, with or for the benefit of the Corporation or any third party; and
- (3) The Board of Directors' adoption, amendment or repeal of a policy or procedure which affects the members, or any class thereof, or their respective operations or accountability to the Corporation.

C. Procedures. A Conflicted Director shall have the duty to bring to the attention of the Board of Directors the fact that he is a Conflicted Director and shall make a prompt, full and frank disclosure to the Board of Directors all relevant information concerning the Conflicted Director's interest or relationship prior to the Board of Directors' consideration of the transaction. Any other director with knowledge of the relevant facts may also bring to the attention of the Board of Directors the fact that a director is a Conflicted Director and, if the existence of the conflict is contested by the alleged Conflicted Director, the matter of whether or not such Director is a Conflicted Director shall be put to a vote of the Board of Directors (including the alleged Conflicted Director). A Conflicted Director shall not participate in any discussion of the transaction except to make such disclosure and to answer questions. A Conflicted Director shall be counted in determining whether a quorum of directors is present, but shall retire from the room in which the Board of Directors is meeting and shall not participate in the final deliberation or vote and shall not be counted when the Board of Directors votes on the transaction.

D. Annual Statement. A copy of this conflict of interest provision shall be furnished to each director at least annually; this policy shall be reviewed annually for the information and guidance of directors; and any new directors shall be advised of the policy upon their election. Each director shall annually complete and return a conflict of interest declaration form, prepared by Counsel to the Corporation, which shall include his or her and his or her immediate family's employment and organizational affiliations.

Section 10 Conference Meetings Permitted. Unless specifically prohibited by the articles of incorporation or these Bylaws, members of the Board of Directors, or any committee, may participate in a meeting of the Board of Directors, or such committee, through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can communicate with each other, and participation in such a meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE VII - BOOKS AND RECORDS.

Section 1 All Books and Records. All books and records of the Corporation shall be maintained at the principal office of the Corporation and may be inspected by any director or his or her agent or attorney, for any proper purpose at any reasonable time.

Section 2 Board of Directors Records. Official minutes of all meetings of the Board of Directors its committee shall be maintained at the principal office of the Corporation.

ARTICLE VIII – FISCAL YEAR.

The fiscal year of the Corporation shall be July 1 to June 30.

ARTICLE IX - AMENDMENTS.

The power to alter, amend, or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors. Such action may be taken at a regular or special meeting for which written notice of such purpose shall be given. The Bylaws may contain any provisions for the regulation

- and management of the affairs of the Corporation not inconsistent with law or the articles of incorporation.

ARTICLE X - THIRD PARTIES.

Nothing herein expressed or implied shall be construed to confer upon or give to any person, corporation, trust, joint venture, association, company, partnership or government, or any agency or political subdivision thereof, other than the directors of the Corporation or, to the extent provided in these Bylaws, the members, any rights or remedies under or in connection with these Bylaws.

ARTICLE XI - SEAL.

The corporate seal, if any, shall be inscribed with the name of the Corporation, the state of the incorporation and the year of the incorporation.

ARTICLE XII – INDEMNIFICATION.

Section 1 Obligation to Indemnify. Subject to Sections 5 and 6 of this Article, the Corporation shall indemnify each director, officer, committee chairman, committee member, employee and agent of the Corporation against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonable incurred by him in connection with any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation), brought against him or in which he is or was named as a party, or is threatened to be made a party, by reason of the fact that he is or was a director, officer, committee chairman, committee member, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, limited liability company, joint venture, trust or other enterprise, if the person seeking indemnification acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of no contest or its equivalent, shall not, of itself, create a presumption that the person seeking indemnification did not act in good faith and in a manner in which he reasonably believed to be in or not opposed to the best interests of the Corporation, or, with respect to any criminal action or proceeding, a presumption that the person seeking indemnification had reasonable cause to believe that his or her conduct was unlawful.

Section 2 Manner of Determining Eligibility. Any indemnification shall be made by the Corporation upon a determination that indemnification of such person is proper in the circumstances because he has met the applicable standard of conduct set forth in Section 1 of this Article. Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding, or (b) if such a quorum is not obtainable or, even if obtainable, if a quorum of disinterested directors so directs, by independent legal counsel in a written opinion.

Section 3 Advance Payment of Expenses. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, as authorized by the Board of Directors in the specific case, upon receipt of an undertaking by or on behalf of the person seeking indemnification to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the corporation as authorized in this Article.

Section 4 Contract Rights. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a person seeking indemnification may be entitled under any agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, committee chairman, committee member, employee or agent of the Corporation and shall inure to the benefit of the heirs, executors and administrators of such person.

Section 5 Insurance. The obligation of the Corporation under this Article shall not be limited to the proceeds of any liability insurance policies actually paid to the Corporation or directly to or for the benefit of the person claiming indemnification under this Article. The Corporation may purchase and maintain insurance on behalf of any person who is a director, officer, committee chairman, committee member, employee or agent of the Corporation against any liability asserted against him or incurred by him in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him against such liability under the provisions of this Article.

Section 6 General. The foregoing provisions of this Article shall be deemed to be a contract between the Corporation and each such person who serves in the relevant capacity who is entitled to indemnification while this Article and all applicable laws, if any, are in effect, and any repeal or modification hereof or thereof shall not affect any rights or obligations then existing, with respect to any state of facts then or theretofore existing, or any action, suit, or proceeding theretofore or thereafter brought or threatened based in whole or in part upon any such state of facts.

ARTICLE XIII ELECTRONIC COMMUNICATIONS.

Actions required by law or by these Bylaws to be "written," to be "in writing," to have "written consent" or "written approval" and the like by or of members, directors, or committee members, and any resignation by any officer, director, employee or agent of the Corporation, shall include any consent, approval, resignation or other communication transmitted or received by the Corporation by facsimile, electronic mail or other electronic means and shall be deemed to be the written consent or approval, resignation or other instrument in writing (as applicable) signed by the sender identified therein whether or not containing an image of an original signature of the sender.

ARTICLE XIV WAIVER OF NOTICE.

Whenever any notice is required to be given under the provisions of the Illinois General Not For Profit Corporation Act or under the provisions of the articles of incorporation or the Bylaws of

- the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XV MISCELLANEOUS.

Section 1 Interpretation. All words used in the singular number shall mean, extend to and include the plural where applicable and vice versa and all words used in any gender shall mean, extend to and include any other gender, all as the context may require. Article and section headings are for the convenient reference only and are not a part of the context of these Bylaws.

Section 2 Waivers and Consents. Any waiver or consent given by the Board of Directors or any officer shall be effective only in the specific instance and for the purpose for which given and shall not be deemed a waiver or consent for or with respect to any other person, instance, purpose or circumstance.

Section 3 Corporate Seal. The corporate seal shall be in such form as shall be approved by the Board of Directors.

EXHIBIT A

Policy Statement:

Membership Criteria



203 NORTH LASALLE STREET, SUITE 1900
CHICAGO IL 60601
USA

312-782-4560 TELEPHONE
312-782-4580 FAX
WWW.FOODBANKING.ORG

Mission Statement:

The mission of The Global FoodBanking Network (GFN) is to alleviate world hunger by developing national networks of food banks and strengthening food banking around the world.

Values Statement:

- Results – We are committed to getting things done.
- Passionate Professionalism – We believe that the application of great desire with great skill can achieve great results.
- Diversity – We serve the hungry of the world; they are of all nations and all types. Our resources and solutions will be similarly diverse.
- Standards – Our effectiveness and credibility depend upon clear and demanding standards for membership and performance.
- Urgency – We seek to make a difference for as many as possible, as quickly as possible. Each day that passes with hunger in the world is a lost opportunity to do better.
- Respect – We believe that the culture, customs and structures that groups build to reflect and sustain their lives constitute a framework for our involvement, not an obstacle to our progress.

Categories of Membership and Non-Member Engagement

The Global FoodBanking Network (GFN) has three classifications or types of members, and two additional ways in which we interact with other people who are dedicated to fighting hunger:

1. Members:
 - a. National Network Members (national networks of food banks)
 - b. Independent Certified Food Bank Members
 - c. Federation / Association Members
2. Opportunities for Engagement with Non-Member communities:
 - a. Candidates for Membership
 - b. Non-Member Projects¹

Policy Statement Adopted October 18, 2006

- ¹Non-Member Projects include work in communities that lack food banks. Typically this work will lead to the development of food banks.

Membership Criteria

The central role of GFN is the promotion of food banking as a viable catalyst for mobilizing the necessary partnerships between the public, private, and voluntary sectors of any society to alleviate the problem of hunger faced by that society. As noted in our values, our effectiveness and credibility depend upon clear and demanding standards for membership and performance. Accordingly, GFN must be capable of assuring its stakeholders that food banks are a safe, accountable, transparent system for receiving, storing, and distributing grocery products donated and/or purchased by the public and private sectors for the benefit of hungry people. The only way to ensure that such an assertion by GFN is true and verifiable is that the food banks and networks that are members of GFN must agree to adhere to a set of operating standards, and must enforce those standards within their own structure and, equally important, must allow GFN to enforce the standards among its Members.

Independent Certified Food Banks AND National Network Members

Therefore, all classifications of members of GFN agree to the following criteria for membership:

- Effective organizational governance structure that includes a broad representation of concerned citizens, businesses, and social service organizations who labor to end hunger
- Fiscal and operational transparency
- Food safety practices compliant with statutory and regulatory requirements
- Effective inventory management with distribution tracking capability that can support a recall of donated product if necessary
- Active and effective food sourcing
- Documented chain of compliance monitoring
- Nondiscrimination policies that apply to its operations and the operations of those organizations served
- Acceptance of and participation in the GFN governance model
- Willingness to assist GFN in its efforts to secure support for its Members
- Agreement to limit business activities to agreed service territory and service model that limit the impact on other organizations who labor to achieve a similar mission
- Willingness to share food surpluses with other GFN Members unless restricted by donor or legal issues
- Timely submission of annual program and service volume reports

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- Compliance with terms, accountability, and any restrictions of food donations, in-kind donations, and financial grants
- Public, non-partisan, leadership on the issue of hunger

It is expected that in most cases in a country where there are one or more independent Certified Food Bank Members that the collective goal will be to nurture the development of additional food banks and, where practical, unify those food banks in a National Network. Independent Certified Food Bank Members therefore agree to provide technical assistance and guidance in the development of additional food banks in their country. When a national network is eventually formed and ready to seek membership in GFN, the Independent Certified Food Bank(s) in that country agree to terminate their independent membership in deference to the National Network's Membership.

National Network Members

We also define a number of additional key characteristics that National Network Members must demonstrate in order to secure membership in GFN:

- National scope of service delivery
- Measurable and material impact
- The most recognized national force for hunger reduction
- Membership of service organizations that represent the majority of emergency food distribution

By definition, the individual food bank members of a National Network Member are considered de-facto members of GFN, and are therefore held to the same operating standards defined above. The National Network Member is expected to conduct regular compliance audits of its member food banks and to ensure that the member food banks are conducting compliance management procedures relative to their member agencies.

Both National Network Members and Independent Certified Food Bank Members agree that they will maintain a regular process for verifying adherence to the standards throughout their structure, and they agree to allow GFN to conduct regular compliance audits of their operations to verify a fully integrated vertical compliance management system.

Federation / Association Members:

These organizations may represent multiple National Networks of Food Banks, Regional Groups of Food Banks, or other structures of federation or association that do not conflict with or restrict a national food bank network's or community food bank's GFN membership options. A Federation or Association Member will not be required to manage GFN compliance through their structure. However, they are expected to adopt and support in principle the values and

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standards of GFN and support their members that are interested in seeking National Network or Independent Certified Food Bank Member status in GFN.

GFN Support to Federation and Association Members

As it is not feasible or intended for GFN to certify compliance with GFN governance and operating standards, GFN will not proactively pursue access to additional sources of volunteers, funding, or grocery products for Federation and Association Members. However, GFN will aggressively work to engage its partners with Federation and Association Members when it is learned that a GFN partner has an interest in the work of a Member Federation or Association.

GFN Responsibilities to Members

For National Network and Independent Certified Food Bank Members, GFN may represent to volunteer groups, financial donors, and grocery products donors that each such organization (GFN Members) observes GFN governance and operating standards. This is achieved because Members accept GFN standards and that GFN exercises its responsibility to inspect, certify, and enforce compliance with those standards. Federation and Association Members are not required to adopt GFN standards and are not subject to GFN inspection, certification, or enforcement of standards.

The Mission of GFN is to broadly assist in the development of food banking throughout the world. It is our belief that the effectiveness of food banks is ultimately achieved when food banks work together with their agencies and other food banks that collectively agree to observe standards. Organizations that achieve the governance and operating standards of GFN are eligible for GFN membership.

For each National Food Bank Network or Independent Certified Food Bank Member GFN will proactively assist in the development of that Food Bank or Network. GFN assistance will include sharing of its standards, programs, best practices, and partnerships as they can be of assistance to each Member. GFN will also work with each Member to achieve an understanding of that Member's needs and when possible, will work with that Member to gain access to support and resources needed by the Member. GFN will represent each such Member with organizations that are known to GFN and that may provide access to additional sources of volunteers, financial support, services in-kind, and donated grocery products for the respective GFN Member.

Required Application Documentation

In order to verify the legal structure and service / program base of applicants, the following documentation must accompany an Application for Membership:

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- Articles of Incorporation, or similar document(s) from the national/state/provincial government body responsible for granting corporate and charitable status to NGOs in the applicant's country
- By Laws or similar governing document defining the governing rules for the applicant organization
- Mission Statement for the applicant organization
- Most recent audited financial statements
- Most recent report of service activity – number of food banks in network, volume of product distributed, sources of product, number of people served, aggregate warehouse capacity, aggregate fleet capacity, etc.
- Copies of any operating manuals/membership criteria
- Description of compliance monitoring procedures
- Written statement acknowledging understanding and acceptance of values
- Written statement that clearly commits to support donors' requests for product recall

FEDERAL FOOTNOTES

FOOTNOTE #1

60 MONTH TERMINATION UNDER 507(B)(1)(B)
FORM 990-PF, PAGE 1, LINE F

THE GLOBAL FOODBANKING NETWORK IS A PRIVATE OPERATING FOUNDATION AS DESCRIBED IN SECTION 4942(J)(3) OF THE INTERNAL REVENUE CODE (CODE) AND IS EXEMPT FROM FEDERAL INCOME TAXES ON RELATED INCOME PURSUANT TO SECTION 501(A) OF THE CODE. THE NETWORK APPLIED WITH THE INTERNAL REVENUE SERVICE (IRS) FOR STATUS AS A CHARITABLE ORGANIZATION UNDER SECTION 501(C)(3). ON DECEMBER 22, 2006, THE NETWORK RECEIVED A LETTER OF DETERMINATION RECOGNIZING THE ORGANIZATION AS A 501 (C) (3) EXEMPT ORGANIZATION EFFECTIVE JANUARY 6, 2006. ON SEPTEMBER 21, 2007 THE NETWORK RECEIVED A LETTER FROM THE IRS ACKNOWLEDGING ITS NOTICE OF INTENT TO TERMINATE PRIVATE FOUNDATION STATUS AND INFORMED THE NETWORK THAT IT WOULD BE TREATED AS A 509(A)(1), (2) OR (3) PUBLIC CHARITY FOLLOWING THE 60-MONTH ADVANCE RULING PERIOD, PROVIDED THAT IT ESTABLISHES THAT IT MET THE REQUIREMENTS OF PUBLIC CHARITY STATUS UNDER SECTION 509(A)(1), (2) OR (3) FOR THE 60-MONTH PERIOD FROM JULY 1, 2007 THROUGH JUNE 30, 2012.

FEDERAL FOOTNOTES

FOOTNOTE #2

PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES #1

BUILDING NEW & SUPPORTING EXISTING FOOD BANKS AND FOOD BANK NETWORKS.

- ARGENTINA: PROVIDED FOOD SOURCING MENTORING TO THE NATIONAL NETWORK AND SEVERAL MEMBER FOOD BANKS. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

- AUSTRALIA: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. PROVIDED TECHNICAL ASSISTANCE AND DIRECT PROJECT ASSISTANCE IN PARTNERSHIP DEVELOPMENT WITH FOOD AND GROCERY INDUSTRY.

- BRAZIL: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. BEGAN DISCUSSIONS REGARDING ESTABLISHMENT OF FORMAL ASSISTANCE WITH EXPANSION OF FOOD BANKING IN BRAZIL.

- BULGARIA: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. VISITED COUNTRY TWICE TO ASSIST IN DEVELOPMENT AND IMPLEMENTATION OF FORMAL PLANNING STRUCTURE AND ESTABLISH NATIONAL FOOD BANKING SYSTEM. ENLISTED SUPPORT AND LEADERSHIP FROM KEY GOVERNMENT, PRIVATE SECTOR, AND CIVIL SOCIETY STAKEHOLDERS. PROVIDED FUNDING GRANTS TO ASSIST WITH PLANNING PROCESS.

- CHILE: PROVIDED ONGOING TECHNICAL ASSISTANCE TO NEWLY ESTABLISHED FOOD BANK IN SANTIAGO.

- BOGOTÁ & MEDELLIN, COLOMBIA: ASSISTED WITH THE ESTABLISHMENT OF A NATIONAL NETWORK TO COORDINATE AND SUPPORT THE WORK OF THE 28 FOOD BANKS IN THE COUNTRY. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

WORKED WITH THE COLOMBIAN FOOD BANKS AND KEY STAKEHOLDERS TO DESIGN A LATIN AMERICAN REGIONAL CONFERENCE ON FOOD BANKING AND FOOD SECURITY. THE CONFERENCE WILL TAKE PLACE IN JANUARY 2011.

- COSTA RICA: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

FEDERAL FOOTNOTES

- GHANA: PROVIDED ONGOING TECHNICAL ASSISTANCE IN THE IDENTIFICATION AND ESTABLISHMENT OF KEY OPERATING PARTNERSHIPS.
- GUATEMALA CITY: PROVIDED ONGOING TECHNICAL ASSISTANCE IN THE EXPANSION OF THE FOOD BANK'S CAPACITY. HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- HONG KONG: PROVIDED ONGOING TECHNICAL ASSISTANCE TO LOCAL LEADERS IN PLANNING FOR ESTABLISHMENT OF FOOD BANKING. HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- INDIA: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. FORMALLY LAUNCHED THE INDIA FOODBANK NETWORK PLANNING FORUM AND ESTABLISHED LOCAL LEADERSHIP FOR THE PROJECT. DEVELOPED WORK PLAN AND TIMELINE FOR ESTABLISHMENT OF NATIONAL FOOD BANKING NETWORK AND 2 PILOT FOOD BANKS.
- ISRAEL: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. PROVIDED ONGOING TECHNICAL ASSISTANCE AND DIRECT PROJECT ASSISTANCE RELATED TO EXPANSION OF FOOD BANK CAPACITY AND ACCESS TO US FUNDING RESOURCES.
- JAPAN: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. PARTICIPATED IN MEETING OF FOOD BANKS FROM AROUND THE COUNTRY TO INTRODUCE THE IDEA OF AND DISCUSS THE BENEFITS OF ESTABLISHING A NATIONAL NETWORK.
- JORDAN: HOSTED THREE DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. PROVIDED ONGOING TECHNICAL ASSISTANCE WITH EXPANSION OF THE FOOD BANK'S OPERATING CAPACITY.
- MEXICO: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. LAUNCHED PROJECTS TO ESTABLISH SCHOOL-BASED CHILD FEEDING FOR WEEKENDS AND A NATIONAL PILOT OF A CULINARY EVENT FUND RAISER FOR FOOD BANKING. PROVIDED ONGOING TECHNICAL ASSISTANCE IN FOOD SOURCING, FOOD BANK NETWORK EXPANSION, AND SPECIAL PROJECT DEVELOPMENT.

FEDERAL FOOTNOTES

- NAMIBIA: HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- PERU: VISITED COUNTRY TO INITIATE FEASIBILITY PLANNING FOR ESTABLISHMENT OF FOOD BANKING SYSTEM. HOSTED A DELEGATE AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- PHILIPPINES: VISITED COUNTRY TWICE TO ASSIST LOCAL LEADERSHIP WITH ESTABLISHMENT OF NATIONAL FOOD BANKING NETWORK AND PILOT FOOD BANKS IN 3-4 CITIES. HELPED BUILD AWARENESS IN AND SUPPORT FOR THE CREATION OF A FORMAL PLANNING PROCESS. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- ROMANIA: PROVIDED FUNDING TO THE EUROPEAN FEDERATION OF FOOD BANKS FOR ITS FOOD BANK DEVELOPMENT WORK IN ROMANIA.
- SOUTH AFRICA: PROVIDED ONGOING TECHNICAL ASSISTANCE IN EXPANSION OF NETWORK AND DEVELOPMENT OF VARIOUS FOOD BANK PROGRAMS. HOSTED DELEGATION OF VISITORS FROM SOUTH AFRICA IN US TO LEARN MORE ABOUT FOOD BANKING AND GOVERNMENT INTERACTION WITH FOOD BANK NETWORK.
- TAIWAN: MADE INITIAL SITE VISIT TO ASSIST LOCAL PLANNERS WITH FEASIBILITY ANALYSIS REGARDING ESTABLISHMENT OF FOOD BANKING SYSTEM. HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.
- TURKEY: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING. ASSISTED WITH PLANNING FOR ESTABLISHMENT OF NATIONAL NETWORK. PROVIDED ONGOING TECHNICAL ASSISTANCE REGARDING THE ESTABLISHMENT OF PARTNERSHIPS WITH FOOD AND GROCERY PRODUCTS INDUSTRY.
- ZAMBIA: HOSTED TWO DELEGATES AT H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE FOR TRAINING ON FOOD BANK OPERATIONS AND CAPACITY BUILDING.

FEDERAL FOOTNOTES

FOOTNOTE #3 PART IX-A SUMMARY OF DIRECT CHARITABLE ACTIVITIES #2

FOOD SOURCING CAPACITY DEVELOPMENT & TRAINING

- ASSISTED FOOD BANKS AROUND THE WORLD WITH DONOR INQUIRIES AND MEETINGS, INCLUDING KRAFT FOODS, GROUP DANONE, CARGILL, CADBURY, NESTLE, H.J. HEINZ COMPANY, UNILEVER, GENERAL MILLS, P&G, TYSON FOODS, KELLOGG COMPANY, YUM BRANDS, CAMPBELL SOUP, PEPSICO, CONAGRA, HERSHEY FOODS, AND SODEXO
- MET WITH AND CONFERENCED WITH FOOD BANK STAFF IN MEXICO, ARGENTINA, UK, JAPAN, SOUTH AFRICA, CANADA, AND AUSTRALIA.
- RESEARCHED AND IDENTIFIED 25+ DONOR COMPANIES THAT WILL BE THE TARGET COMPANIES OF THE PROGRAM'S WORK IN FY11. CREATED STRATEGIC WORK PLANS FOR EACH TARGETED COMPANY IN COOPERATION WITH FUND DEVELOPMENT.
- PRESENTED AT THE FOURTH ANNUAL H-E-B / GFN FOOD BANK LEADERSHIP INSTITUTE. PROVIDED OPPORTUNITIES FOR DIALOGUE AMONG DELEGATES, INTERACTION DURING FOOD SOURCING SESSIONS, AND TIME FOR ONE-ON-ONE INTERACTION WITH DELEGATES TO DISCUSS LOCAL ISSUES.

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

Part I	Automatic 3-Month Extension of Time. Only submit original (no copies needed).
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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 THE GLOBAL FOODBANKING NETWORK	Employer identification number 20-4268851
	Number, street, and room or suite no If a P.O box, see instructions. 203 N. LASALLE STREET, SUITE 1900	
	City, town or post office, state, and ZIP code For a foreign address, see instructions CHICAGO, IL 60601	

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

- ☐ 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 ► **BETH SAKS**

Telephone No ► 312 782-4560

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 02/15, 2011, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ☐ calendar year 20____ or _____
☒ tax year beginning 07/01, 20 09, and ending 06/30, 2010.

- 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	\$	NONE
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	\$	NONE
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	\$	NONE

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.

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization THE GLOBALFOODBANKING NETWORK	Employer identification number 20-4268851
	Number, street, and room or suite no. If a P.O. box, see instructions 203 N. LASALLE STREET. SUITE 1900	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. CHICAGO, IL 60601	

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

- | | | | |
|--------------------------------------|---|--------------------------------------|------------------------------------|
| ☐ Form 990 | ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 6069 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 4720 | ☐ Form 8870 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 5227 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **BETH SAKS**
Telephone No. **312-782-4560** 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 is for.

- 4 I request an additional 3-month extension of time until 5/16, 2011.
- 5 For calendar year _____, or other tax year beginning 7/01, 2009, and ending 6/30, 2010.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a 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.	8a	\$	NONE
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	NONE
c Balance Due. Subtract line 8b from line 8a. 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.	8c	\$	0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Kristi Fick Title _____ Tax Manager Date 1-19-11