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Form **990**

**Return of Organization Exempt From Income Tax**

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

OMB No 1545-0047

**2010**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

**A For the 2010 calendar year, or tax year beginning JUN 16, 2010 and ending DEC 31, 2010**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C Name of organization</b> GRACE COMMUNICATIONS FOUNDATION, INC. Doing Business As		<b>D Employer identification number</b> 26-4777735
	Number and street (or P O box if mail is not delivered to street address) Room/suite 215 LEXINGTON AVENUE 1001		<b>E Telephone number</b> (212)-726-9161
	City or town, state or country, and ZIP + 4 NEW YORK, NY 10016		<b>G Gross receipts \$</b> 3,504,000.
	<b>F Name and address of principal officer</b> HELAINE LERNER SAME AS C ABOVE		<b>H(a) Is this a group return for affiliates?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>H(b) Are all affiliates included?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list (see instructions) <b>H(c) Group exemption number</b> ▶
<b>I Tax-exempt status:</b> <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) (insert no ) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
<b>J Website:</b> ▶ GRACELINKS.ORG			
<b>K Form of organization</b> <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			<b>L Year of formation</b> 2009
			<b>M State of legal domicile</b> DE

**Part I Summary**

SCANNED NOV 02 2011

<b>1</b> Briefly describe the organization's mission or most significant activities: <b>THE ORGANIZATION EDUCATES CONSUMERS, ADVOCATES AND POLICY MAKERS ON THE INTERCONNECTION OF</b>																																																									
<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.																																																									
<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	4																																																								
<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	2																																																								
<b>5</b> Total number of individuals employed in calendar year 2010 (Part V, line 2a)	35																																																								
<b>6</b> Total number of volunteers (estimate if necessary)	5																																																								
<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	0.																																																								
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**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

<b>Sign Here</b>	Signature of officer: <i>Helaine Lerner</i>	Date: 9/27/11
	HELAINE LERNER, PRESIDENT Type or print name and title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name: THOMAS F. BLANEY	Preparer's signature: <i>Thomas F. Blaney</i>
	Firm's name: O'CONNOR DAVIES MUNNS & DOBBINS, LLP	Firm's EIN: 13-3385019
Firm's address: 60 EAST 42ND STREET, 36TH FL NEW YORK, NY 10165-3698		Phone no: (212) 286-2600

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

G16

**Part III Statement of Program Service Accomplishments**

Check if Schedule O contains a response to any question in this Part III

X

- 1 Briefly describe the organization's mission:  
**THERE IS NOTHING MORE CRITICAL TO HUMAN SURVIVAL THAN FOOD, WATER AND ENERGY, WHICH ARE INEXTRICABLY LINKED THROUGH THE WAYS THEY ARE PRODUCED AND CONSUMED. THROUGH INNOVATIVE METHODS OF COMMUNICATIONS AND CREATIVE USE OF OLD AND NEW MEDIA, GRACE COMMUNICATIONS**
  
- 2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?  Yes  No  
 If "Yes," describe these new services on Schedule O.
  
- 3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?  Yes  No  
 If "Yes," describe these changes on Schedule O.
  
- 4 Describe the exempt purpose achievements for each of the organization's three largest program services by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.
  - 4a (Code: \_\_\_\_\_) (Expenses \$ 434,924 including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)  
**FOOD WORK**  
**THE ORGANIZATION'S FOOD WORK WAS FOCUSED ON BUILDING UPON OUR ROLE AS THE GO-TO RESOURCE FOR ANYONE WANTING TO LEARN, OR TEACH OTHERS ABOUT, SUSTAINABLE FOOD. IN ADDITION TO MAINTAINING OUR OWN ORIGINAL MATERIALS, THE ORGANIZATION'S WEBSITES SERVE AS A PORTAL TO THIRD-PARTY SOURCES THAT FOCUS AND WORK UPON THE SAME, AND RELATED, ISSUES. CONSUMERS ARE ABLE TO CONNECT WITH OTHER LIKE-MINDED INDIVIDUALS THROUGH CREATIVE AND INNOVATIVE RESOURCES AND TOOLS, BOTH THROUGH OUR WEBSITES AND VIA PARTNERING ORGANIZATIONS WITH LARGE MEMBER NETWORKS. THE ORGANIZATION CREATED TAILORED VERSIONS OF THE WELL-KNOWN EAT WELL GUIDE, WHICH WERE USED BY OTHER ORGANIZATIONS INVOLVED IN THE SUSTAINABILITY MOVEMENT TO REACH, EDUCATE AND INFORM THEIR AUDIENCES**
  
  - 4b (Code: \_\_\_\_\_) (Expenses \$ 346,939 including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)  
**WATER AND ENERGY PROGRAM**  
**THROUGH ITS WATER AND ENERGY PROGRAMS, THE ORGANIZATION WORKED TO CREATE A GREATER UNDERSTANDING OF THE WATER-ENERGY-AGRICULTURE NEXUS AND THE INTERDEPENDENCIES BETWEEN WATER, ENERGY AND AGRICULTURE SYSTEMS FROM THE PERSPECTIVE OF SUSTAINABLE PLANNING, MANAGEMENT, POLICY AND INDIVIDUAL BEHAVIOR. THE NETWORK FOR NEW ENERGY CHOICES (NNEC) PROGRAM PREPARED AND RELEASED (IN PARTNERSHIP WITH VOTE SOLAR, THE INTERSTATE RENEWABLE ENERGY COUNCIL, AND THE NORTH CAROLINA SOLAR CENTER) THE 2010 EDITION OF FREEING THE GRID, A POLICY GUIDE THAT GRADES THE STATES, ALONG WITH THE DISTRICT OF COLUMBIA AND PUERTO RICO, ON TWO KEY PROGRAMS: NET METERING AND INTERCONNECTION PROCEDURES. TOGETHER, THESE POLICIES EMPOWER ENERGY CUSTOMERS TO USE SOLAR AND**
  
  - 4c (Code: \_\_\_\_\_) (Expenses \$ 200,965 including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)  
**ECOCENTRIC BLOG**  
**2010 ALSO SAW THE LAUNCH OF THE ECOCENTRIC BLOG, WHICH PUBLISHES DAILY STORIES ABOUT FOOD POLICY, WATER AND ENERGY ISSUES, AND DEMONSTRATES HOW THESE THREE ISSUES ARE INTERCONNECTED. ECOCENTRIC LAUNCHED TO AN INITIAL AUDIENCE OF SEVERAL THOUSAND VISITORS PER WEEK AND HAS SLOWLY BUILT TRAFFIC OVER TIME. ITS LEAD BLOGGERS OFTEN CROSS-PUBLISH PERTINENT BLOG POSTS ON SITES THAT RECEIVE MORE TRAFFIC, SUCH AS THE HUFFINGTON POST, GRIST, ALTERNET AND CIVIL EATS. ECOCENTRIC ALSO FEATURES A NEWS BRIEF SECTION WHERE READERS CAN SCAN RECENT HEADLINES IN RELEVANT SUBJECT AREAS, AS WELL AS A ROBUST MULTIMEDIA SECTION, WITH AUDIO PODCASTS, SLIDESHOWS AND VIDEOS. IN 2010, THE ORGANIZATIONS BLOGGERS CREATED OVER A DOZEN VIDEOS ON TOPICS RANGING FROM ROOFTOP**
  
  - 4d Other program services. (Describe in Schedule O.)  
 (Expenses \$ \_\_\_\_\_ including grants of \$ \_\_\_\_\_) (Revenue \$ \_\_\_\_\_)
  
- 4e **Total program service expenses** **982,828.**

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in term, permanent, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>		X
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI, XII, and XIII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, and program service activities outside the United States? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospitals? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach its audited financial statements to this return? <b>Note.</b> Some Form 990 filers that operate one or more hospitals must attach audited financial statements (see instructions)		

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
<b>21</b> Did the organization report more than \$5,000 of grants and other assistance to governments and organizations in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
<b>22</b> Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
<b>23</b> Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
<b>24a</b> Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
<b>24b</b> Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
<b>24c</b> Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
<b>24d</b> Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
<b>25a</b> <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
<b>b</b> Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
<b>26</b> Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
<b>27</b> Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor, or a grant selection committee member, or to a person related to such an individual? <i>If "Yes," complete Schedule L, Part III</i>		X
<b>28</b> Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
<b>a</b> A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>b</b> A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>c</b> An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
<b>29</b> Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>		X
<b>30</b> Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
<b>31</b> Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
<b>32</b> Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
<b>33</b> Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
<b>34</b> Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1</i>		X
<b>35</b> Is any related organization a controlled entity within the meaning of section 512(b)(13)?		X
<b>a</b> Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>36</b> <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
<b>37</b> Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
<b>38</b> Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O	X	



**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI

**Section A. Governing Body and Management**

		Yes	No
1a	Enter the number of voting members of the governing body at the end of the tax year		
1b	Enter the number of voting members included in line 1a, above, who are independent		
2	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
3	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors or trustees, or key employees to a management company or other person?		X
4	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
5	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
6	Does the organization have members or stockholders?		X
7a	Does the organization have members, stockholders, or other persons who may elect one or more members of the governing body?		X
7b	Are any decisions of the governing body subject to approval by members, stockholders, or other persons?		X
8	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
8a	a The governing body?	X	
8b	b Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

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

		Yes	No
10a	Does the organization have local chapters, branches, or affiliates?		X
10b	b If "Yes," does the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with those of the organization?		
11a	Has the organization provided a copy of this Form 990 to all members of its governing body before filing the form?		X
11b	b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a	Does the organization have a written conflict of interest policy? If "No," go to line 13	X	
12b	b Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	c Does the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this is done		X
13	Does the organization have a written whistleblower policy?	X	
14	Does the organization have a written document retention and destruction policy?	X	
15	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
15a	a The organization's CEO, Executive Director, or top management official		X
15b	b Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O. (See instructions)		X
16a	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
16b	b If "Yes," has the organization adopted a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and taken steps to safeguard the organization's exempt status with respect to such arrangements?		

**Section C. Disclosure**

- 17 List the states with which a copy of this Form 990 is required to be filed **NY, DE**
- 18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (501(c)(3)s only) available for public inspection. Indicate how you make these available. Check all that apply.  
 Own website  Another's website  Upon request
- 19 Describe in Schedule O whether (and if so, how), the organization makes its governing documents, conflict of interest policy, and financial statements available to the public.
- 20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **BILL DONNELLY - (212)-726-9161**  
**215 LEXINGTON AVENUE, NEW YORK, NY 10016**





**Part VIII Statement of Revenue**

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514	
Contributions, gifts, grants and other similar amounts	1 a	Federated campaigns					
	b	Membership dues					
	c	Fundraising events					
	d	Related organizations					
	e	Government grants (contributions)					
	f	All other contributions, gifts, grants, and similar amounts not included above	3504000.				
	g	Noncash contributions included in lines 1a-1f \$					
	h	<b>Total.</b> Add lines 1a-1f		3504000.			
	Program Service Revenue	2 a	Business Code				
b							
c							
d							
e							
f		All other program service revenue					
g		<b>Total.</b> Add lines 2a-2f					
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)					
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6 a	Gross Rents	(i) Real				
			(ii) Personal				
	b	Less: rental expenses					
	c	Rental income or (loss)					
	d	Net rental income or (loss)					
	7 a	Gross amount from sales of assets other than inventory	(i) Securities				
			(ii) Other				
	b	Less: cost or other basis and sales expenses					
c	Gain or (loss)						
d	Net gain or (loss)						
8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a					
		b	Less: direct expenses				
		c	Net income or (loss) from fundraising events				
9 a	Gross income from gaming activities. See Part IV, line 19	a					
		b	Less: direct expenses				
		c	Net income or (loss) from gaming activities				
10 a	Gross sales of inventory, less returns and allowances	a					
		b	Less: cost of goods sold				
		c	Net income or (loss) from sales of inventory				
Miscellaneous Revenue		Business Code					
11 a		a					
		b					
		c					
		d	All other revenue				
		e	<b>Total.</b> Add lines 11a-11d				
12	<b>Total revenue.</b> See instructions		3504000.	0.	0.	0.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns.  
 All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D)

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the U.S. See Part IV, line 21	2,150.	2,150.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the U.S. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	6,877.		6,877.	
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	788,531.	492,947.	295,584.	
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	25,064.	15,746.	9,318.	
9 Other employee benefits	195,089.	120,955.	74,134.	
10 Payroll taxes	100,373.	62,231.	38,142.	
11 Fees for services (non-employees):				
a Management				
b Legal	87,758.		87,758.	
c Accounting	7,280.		7,280.	
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees				
g Other	197,913.	136,304.	61,609.	
12 Advertising and promotion				
13 Office expenses	41,421.	20,419.	21,002.	
14 Information technology	28,740.	17,624.	11,116.	
15 Royalties				
16 Occupancy	158,254.	98,117.	60,137.	
17 Travel	24,360.	9,549.	14,811.	
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	7,108.	4,323.	2,785.	
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	21,585.	2,463.	19,122.	
24 Other expenses Itemize expenses not covered above (List miscellaneous expenses in line 24f if line 24f amount exceeds 10% of line 25, column (A) amount, list line 24f expenses on Schedule O )				
a _____				
b _____				
c _____				
d _____				
e _____				
f All other expenses _____				
<b>25 Total functional expenses. Add lines 1 through 24f</b>	<b>1,692,503.</b>	<b>982,828.</b>	<b>709,675.</b>	<b>0.</b>
<b>26 Joint costs. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720). Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation</b>				

**Part X Balance Sheet**

		(A) Beginning of year	(B) End of year	
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing		<b>133,971.</b>	
	<b>2</b> Savings and temporary cash investments			
	<b>3</b> Pledges and grants receivable, net			
	<b>4</b> Accounts receivable, net			
	<b>5</b> Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L			
	<b>6</b> Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)			
	<b>7</b> Notes and loans receivable, net			
	<b>8</b> Inventories for sale or use			
	<b>9</b> Prepaid expenses and deferred charges			
	<b>10a</b> Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	<b>10a</b>		
	<b>b</b> Less: accumulated depreciation	<b>10b</b>	<b>10c</b>	
	<b>11</b> Investments - publicly traded securities			
	<b>12</b> Investments - other securities. See Part IV, line 11			
	<b>13</b> Investments - program-related. See Part IV, line 11			
	<b>14</b> Intangible assets			
	<b>15</b> Other assets. See Part IV, line 11	0.	<b>15</b>	<b>91,457.</b>
<b>16 Total assets.</b> Add lines 1 through 15 (must equal line 34)	0.	<b>16</b>	<b>225,428.</b>	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses			
	<b>18</b> Grants payable			
	<b>19</b> Deferred revenue			
	<b>20</b> Tax-exempt bond liabilities			
	<b>21</b> Escrow or custodial account liability. Complete Part IV of Schedule D			
	<b>22</b> Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L			
	<b>23</b> Secured mortgages and notes payable to unrelated third parties			
	<b>24</b> Unsecured notes and loans payable to unrelated third parties			
	<b>25</b> Other liabilities. Complete Part X of Schedule D			
<b>26 Total liabilities.</b> Add lines 17 through 25	0.	<b>26</b>	<b>0.</b>	
<b>Net Assets or Fund Balances</b>	<b>Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.</b>			
	<b>27</b> Unrestricted net assets		<b>225,428.</b>	
	<b>28</b> Temporarily restricted net assets			
	<b>29</b> Permanently restricted net assets			
	<b>Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.</b>			
	<b>30</b> Capital stock or trust principal, or current funds			
	<b>31</b> Paid-in or capital surplus, or land, building, or equipment fund			
	<b>32</b> Retained earnings, endowment, accumulated income, or other funds			
<b>33</b> Total net assets or fund balances	0.	<b>33</b>	<b>225,428.</b>	
<b>34</b> Total liabilities and net assets/fund balances	0.	<b>34</b>	<b>225,428.</b>	

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,504,000.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,692,503.
3	Revenue less expenses. Subtract line 2 from line 1	3	1,811,497.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	0.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	<1,586,069.>
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	225,428.

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response to any question in this Part XII

- 1 Accounting method used to prepare the Form 990:  Cash  Accrual  Other **MODIFIED CASH**  
 If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant?
- 2b Were the organization's financial statements audited by an independent accountant?
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?  
 If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both:  
 Separate basis  Consolidated basis  Both consolidated and separate basis
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.

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

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

**Public Charity Status and Public Support**

OMB No 1545-0047

**2010**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization **GRACE COMMUNICATIONS FOUNDATION, INC.** Employer identification number **26-4777735**

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: \_\_\_\_\_
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I
  - b  Type II
  - c  Type III - Functionally integrated
  - d  Type III - Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
  - (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
  - (ii) A family member of a person described in (i) above?
  - (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s).

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

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

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")					3,504,000.	3,504,000.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 <b>Total.</b> Add lines 1 through 3					3,504,000.	3,504,000.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						3,429,920.
6 <b>Public support.</b> Subtract line 5 from line 4						74,080.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
7 Amounts from line 4					3,504,000.	3,504,000.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 <b>Total support.</b> Add lines 7 through 10						3,504,000.
12 Gross receipts from related activities, etc. (see instructions)					12	

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

**Section C. Computation of Public Support Percentage**

- 14 Public support percentage for 2010 (line 6, column (f) divided by line 11, column (f)) 14 %
- 15 Public support percentage from 2009 Schedule A, Part II, line 14 15 %
- 16a **33 1/3% support test - 2010.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization
- b **33 1/3% support test - 2009.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization
- 17a **10% -facts-and-circumstances test - 2010.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization
- b **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization
- 18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support</b> (Subtract line 7c from line 6)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2006	(b) 2007	(c) 2008	(d) 2009	(e) 2010	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support</b> (Add lines 9, 10c, 11, and 12)						

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2010 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2009 Schedule A, Part III, line 15	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2010 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2009 Schedule A, Part III, line 17	<b>18</b>	%

**19a 33 1/3% support tests - 2010.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**b 33 1/3% support tests - 2009.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**SCHEDULE D**  
**(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11, or 12.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

**2010**

Open to Public  
Inspection

Name of the organization

GRACE COMMUNICATIONS FOUNDATION, INC.

Employer identification number

26-4777735

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

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

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

1. Purpose(s) of conservation easements held by the organization (check all that apply).
- Preservation of land for public use (e.g., recreation or education)  Preservation of an historically important land area
- Protection of natural habitat  Preservation of a certified historic structure
- Preservation of open space
2. Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
- |  | Held at the End of the Tax Year |
|--|---------------------------------|
| a Total number of conservation easements   | 2a                              |
| b Total acreage restricted by conservation easements   | 2b                              |
| c Number of conservation easements on a certified historic structure included in (a)   | 2c                              |
| d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register | 2d                              |
3. Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_
4. Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_
5. Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No
6. Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_
7. Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_
8. Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No
9. In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

- 1a. If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.
- b. If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
- (i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_
- (ii) Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_
2. If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
- a. Revenues included in Form 990, Part VIII, line 1 ▶ \$ \_\_\_\_\_
- b. Assets included in Form 990, Part X ▶ \$ \_\_\_\_\_

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

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

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No

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

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

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

- a Board designated or quasi-endowment ▶ \_\_\_\_\_ %
- b Permanent endowment ▶ \_\_\_\_\_ %
- c Term endowment ▶ \_\_\_\_\_ %

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

- (i) unrelated organizations
- (ii) related organizations

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

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

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

**Part VI Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of investment	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

**Total.** Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶ 0.

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		
<b>Total.</b> (Col (b) must equal Form 990, Part X, col (B) line 12) ▶		

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

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
<b>Total.</b> (Col (b) must equal Form 990, Part X, col (B) line 13) ▶		

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

(a) Description	(b) Book value
(1) SECURITY DEPOSIT	91,457.
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 15) ▶	
	91,457.

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

1. (a) Description of liability	(b) Amount
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col (B) line 25) ▶	

FIN 48 (ASC 740) Footnote in Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740)

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

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	3,504,000.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	1,692,503.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	1,811,497.
4	Net unrealized gains (losses) on investments	4	
5	Donated services and use of facilities	5	<376,069.>
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	<1,210,000.>
9	Total adjustments (net). Add lines 4 through 8	9	<1,586,069.>
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	225,428.

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

1	Total revenue, gains, and other support per audited financial statements	1	3,504,000.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	3,504,000.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	3,504,000.

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

1	Total expenses and losses per audited financial statements	1	3,278,572.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	376,069.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	1,210,000.
e	Add lines 2a through 2d	2e	1,586,069.
3	Subtract line 2e from line 1	3	1,692,503.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	1,692,503.

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4, Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

**PART X, LINE 2: THE ORGANIZATION RECOGNIZES THE EFFECT OF INCOME TAX**

**POSITIONS ONLY WHEN THEY ARE MORE LIKELY THAN NOT OF BEING SUSTAINED.**

**MANAGEMENT HAS DETERMINED THAT THE ORGANIZATION HAD NO UNCERTAIN TAX**

**POSITIONS THAT WOULD REQUIRE FINANCIAL STATEMENT RECOGNITION OR**

**DISCLOSURE.**

**PART XIII, LINE 2D - OTHER ADJUSTMENTS &  
PART XI, LINE 8 - OTHER ADJUSTMENTS:**

**EXCESS OF CONSIDERATION PAID OVER IDENTIFIABLE NET ASSETS**



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

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No 1545-0047

**2010**  
Open to Public  
Inspection

Name of the organization

GRACE COMMUNICATIONS FOUNDATION, INC.

Employer identification number  
26-4777735

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

FOOD, WATER AND ENERGY, AND SUPPORTS THE SUSTAINABLE PRODUCTION OF  
THESE RESOURCES, THROUGH VARIOUS WEB-BASED INITIATIVES.

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

FOUNDATION, INC. SUPPORTS SUSTAINABLE PRODUCTION OF FOOD, WATER AND  
ENERGY, AND WAS ESTABLISHED TO EDUCATE CONSUMERS, ADVOCATES AND POLICY  
MAKERS ON THE INTERCONNECTION OF FOOD, WATER AND ENERGY THROUGH VARIOUS  
WEB-BASED INITIATIVES.

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

ABOUT LOCAL FOOD. TO FURTHER EXPAND ITS EFFORTS TO BRING AWARENESS  
ABOUT SUSTAINABILITY AND LOCAL FOOD RESOURCES TO NEW AUDIENCES AND  
TARGET GROUPS, THE ORGANIZATION ALSO DEVELOPED CUSTOMIZED DIGITAL EAT  
WELL GUIDE BOOKS, PUBLICATIONS AND ONLINE MAPS, WHICH WERE DISTRIBUTED  
AT OVER 50 EVENTS NATIONWIDE BY VARIOUS AUTHORS, MUSICIANS AND AT  
CONFERENCES. OVER 1,000 REQUESTS FOR MATERIALS AND COLLATERAL RELATED  
TO THE MEATRIX PROJECT, WHICH RAISES PUBLIC AWARENESS ABOUT INDUSTRIAL  
AGRICULTURE, WERE FULFILLED. THE ORGANIZATION ALSO MAINTAINED AN  
ONLINE REPOSITORY OF INFORMATION AND CONTENT, WHICH WAS ACCESSED BY  
EDUCATORS, PARENTS, CONSUMERS AND ORGANIZATION INVOLVED IN CONSUMER  
OUTREACH AND EDUCATION, AT SUSTAINABLETABLE.ORG. WEBSITE TRAFFIC ON  
THIS SITE AVERAGED 100,000 UNIQUE VISITORS A MONTH.

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

OTHER RENEWABLES TO MEET THEIR OWN ELECTRICITY NEEDS. FREEING THE GRID

Name of the organization

GRACE COMMUNICATIONS FOUNDATION, INC.

Employer identification number  
26-4777735

IS DESIGNED TO ASSIST STATES UNDERSTAND HOW THEIR POLICIES CURRENTLY RANK AND HOW TO IMPROVE THEM TO ACHIEVE REAL RENEWABLE ENERGY MARKET AND JOB GROWTH. THE REPORT IS A KEY RESOURCE FOR PROFESSIONAL AND CITIZEN ENVIRONMENTALISTS. APPROXIMATELY 600 COPIES OF THE 2009 EDITION OF THE REPORT WERE DISTRIBUTED IN 2010. THE 2010 EDITION WAS RELEASED IN DECEMBER. THE POWER PLANTS KILL FISH AWARENESS CAMPAIGN RELEASED A FIRST-OF-ITS KIND REPORT IN AN EFFORT TO REDUCE THE ADVERSE IMPACT THAT STEAM-ELECTRIC POWER PLANTS THAT USE ONCE-THROUGH WATER COOLING INTAKE SYSTEMS HAVE ON FISH AND OTHER AQUATIC LIFE, AS WELL AS A RELATED REPORT ABOUT THE AFFORDABILITY OF INSTALLING A CLOSED-CYCLE COOLING SYSTEM INSTEAD, AND THE NET EFFECT IT HAS ON AIR QUALITY AND ELECTRICITY PRICES. AND AS THE RESULT OF ITS RECOMMENDATION TO THE NEW YORK POWER AUTHORITY THAT THE AGENCY FOCUS MORE ON ENERGY-WATER EFFICIENCY AND THE CORRESPONDING SAVINGS, THE ORGANIZATION PARTICIPATED IN AN INTER-AGENCY WORKING GROUP THAT FOCUSED ON FOSTERING ENERGY-WATER EFFICIENCY WITHIN THE STATE'S WASTEWATER AND DRINKING WATER SECTORS. THE WORKING GROUP THEN HELD A SERIES OF CONFERENCES TO BETTER EXPLAIN TO MUNICIPALITIES WHAT COULD BE DONE FROM A MANAGEMENT PERSPECTIVE AND THE FUNDING SOURCES AVAILABLE TO THEM. NNEC WAS A SECONDARY CO-SPONSOR OF TWO OF THESE CONFERENCES. AND AFTER REVIEWING SEVERAL ON-LINE WATER FOOTPRINT CALCULATORS, NATIONAL GEOGRAPHIC APPROACHED THE ORGANIZATION'S H2O CONSERVE PROGRAM TO ASSIST IT WITH ITS OWN WATER CALCULATOR, HAVING FOUND THE ORGANIZATIONS INTERACTIVE CALCULATOR THAT ALLOWS VISITORS TO ESTIMATE THEIR WATER USE AND THEN FIND OUT HOW TO REDUCE THEIR 'WATER FOOTPRINT', TO BE THE MOST USER-FRIENDLY.

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

GARDENS TO HYDRAULIC FRACTURING, AND CREATED THE OUR HEROES SERIES,

Name of the organization

GRACE COMMUNICATIONS FOUNDATION, INC.

Employer identification number  
26-4777735

WHICH FEATURES ADVOCATES WHO ARE CREATING GREATER AWARENESS AND POLICY CHANGE IN AREAS OF FOCUS.

FORM 990, PART VI, SECTION A, LINE 2: DIRECTORS HELAINE LERNER AND JOAN RECHNITZ HAVE A FAMILY RELATIONSHIP. DIRECTOR JAMES SCHWARTZ AND HELAINE LERNER HAVE BOTH A FAMILY AND BUSINESS RELATIONSHIP.

FORM 990, PART VI, SECTION B, LINE 11: PRIOR TO FILING, THE PRESIDENT OF THE ORGANIZATION REVIEWS AND DISCUSSES THE FORM 990, AND THE ORGANIZATION'S AUDITED FINANCIAL STATEMENTS, WITH THE PREPARERS. AFTER THE FORM 990 IS FINALIZED AND FILED, A COPY IS PROVIDED ELECTRONICALLY TO THE ORGANIZATION'S GOVERNING BODY.

FORM 990, PART VI, SECTION B, LINE 12: THE ORGANIZATION'S BY-LAWS REQUIRE ITS MEMBERS, DIRECTORS, AND OFFICERS TO MAKE FULL DISCLOSURE OF ANY CONFLICT (OR POTENTIAL CONFLICT) OF INTEREST EACH YEAR, PRIOR TO THE ANNUAL MEETING. ALTHOUGH THE ORGANIZATION WAS INCORPORATED IN 2009, THE ORGANIZATION FIRST BEGAN OPERATIONS ON OR ABOUT AUGUST 6, 2010. THE FIRST ANNUAL MEETING TO TAKE PLACE AFTER ONE FULL YEAR OF OPERATIONS WILL BE HELD IN NOVEMBER, AT WHICH TIME THE MEMBERS, DIRECTORS, AND OFFICERS WILL DISCLOSE ANY INTERESTS THAT COULD GIVE RISE TO CONFLICTS.

FORM 990, PART VI, SECTION C, LINE 19: UPON REQUEST, ANY MEMBER OF THE PUBLIC CAN MAKE ARRANGEMENTS TO COME TO THE ORGANIZATION'S OFFICES AT 215 LEXINGTON AVE. - SUITE 1001, NEW YORK, NEW YORK 10016 DURING REGULAR BUSINESS HOURS AND VIEW THE ORGANIZATION'S GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS. UPON INFORMATION AND BELIEF, THESE MATERIALS ARE ALSO AVAILABLE TO THE PUBLIC AT GUIDESTAR.

Name of the organization

GRACE COMMUNICATIONS FOUNDATION, INC.

Employer identification number  
26-4777735

FORM 990, PART XI, LINE 5, CHANGES IN NET ASSETS:

DONATED SERVICES AND USE OF FACILITIES: -376,069.

EXCESS OF CONSIDERATION PAID OVER IDENTIFIABLE NET ASSETS

ACQUIRED -1,210,000.

TOTAL TO FORM 990, PART XI, LINE 5 -1,586,069.

THE TAX FILING IS PREPARED USING THE MODIFIED CASH BASIS OF ACCOUNTING.

UNDER THIS METHOD, REVENUES ARE RECOGNIZED WHEN RECEIVED, RATHER THAN  
WHEN EARNED, AND EXPENSES ARE RECOGNIZED WHEN PAID RATHER THAN WHEN THE  
OBLIGATION IS INCURRED. MODIFICATIONS PRIMARILY RELATE TO RECORDING ANY  
FUTURE INVESTMENTS AT FAIR VALUE.

FORM 990, PART I, LINE 6:

VOLUNTEER SERVICES TO THE ORGANIZATION

THE ORGANIZATION USED PART-TIME VOLUNTEERS ON A ROTATING BASIS  
THROUGHOUT THE COURSE OF THE YEAR. VOLUNTEERS DONATED ANYWHERE BETWEEN  
5-12 HOURS PER WEEK OF THEIR TIME, AND ASSISTED WITH SUCH THINGS AS  
SOCIAL MEDIA OUTREACH AND TREND TRACKING, COMPILING RESEARCH AND  
INFORMATION RELEVANT TO THE ORGANIZATION'S PROGRAMS AND ACTIVITIES,  
AMASSING CONTACT LISTS, MONITORING MEDIA ATTENTION, AND GENERAL  
ASSISTANCE AS NEEDED.

## Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

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

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3 month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

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

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

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

Type or print	Name of exempt organization <b>GRACE COMMUNICATIONS FOUNDATION, INC.</b>	Employer identification number <b>26-4777735</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>215 LEXINGTON AVENUE, NO. 1001</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>NEW YORK, NY 10016</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**THE FOUNDATION**

- The books are in the care of ▶ **215 LEXINGTON AVENUE - NEW YORK, NY 10016**  
 Telephone No ▶ **(212)-726-9161** FAX No. ▶ **(212)-726-9160**

- 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for  calendar year **2010** or  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

2 If the tax year entered in line 1 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.	<b>3a</b>	\$	0.
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.	<b>3b</b>	\$	0.
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0.

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

LHA For Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 1-2011)

- 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 your return. See instructions	Name of exempt organization <b>GRACE COMMUNICATIONS FOUNDATION, INC.</b>	Employer identification number <b>26-4777735</b>
	Number, street, and room or suite no. If a P O box, see instructions <b>215 LEXINGTON AVENUE, NO. 1001</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>NEW YORK, NY 10016</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 011

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

**THE FOUNDATION**

- The books are in the care of  **215 LEXINGTON AVENUE - NEW YORK, NY 10016**  
Telephone No  **(212)-726-9161** FAX No  **(212)-726-9160**
- 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 **NOVEMBER 15, 2011**

5 For calendar year \_\_\_\_\_, or other tax year beginning **JUN 16, 2010**, and ending **DEC 31, 2010**

6 If the tax year entered in line 5 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 REQUIRED TO ACCUMULATE THE NECESSARY INFORMATION NEEDED TO FILE 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	\$	0.
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	\$	0.
c <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

**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  \_\_\_\_\_ Title  **CPA** Date  \_\_\_\_\_