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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)

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 Oct 1, 2010, and ending Sep 30, 2011

B Check if applicable: X Address change, Name change, Initial return, Terminated, Amended return, Application pending. C Name of organization: Seabury Resources for Aging. D Employer identification number: 53-0204693. E Telephone number: (202) 414-6315. G Gross receipts: \$8,571,948.

F Name and address of principal officer: Joseph E Resch, 4201 Butterworth Pl, Washington DC 20016. H(a) Is this a group return for affiliates? Yes [X] No. H(b) Are all affiliates included? Yes [X] No.

I Tax-exempt status: X 501(c)(3). J Website: www.seaburyresources.org. K Form of organization: X Corporation. L Year of formation: 1924. M State of legal domicile: DC.

Part I Summary

1 Briefly describe the organization's mission or most significant activities: Seabury Resources for Aging's mission is to provide personalized, affordable services and housing options to help older adults in the greater Washington, DC area live with independence and dignity. 2-7a Net unrelated business revenue from Part VIII, column (C), line 12: 0.

Table with columns: Revenue, Expenses, Net Assets or Fund Balance. Rows 8-19. Revenue: 8 Contributions and grants (1,797,387), 9 Program service revenue (891,517), 10 Investment income (692,918), 11 Other revenue (44,691), 12 Total revenue (3,426,513). Expenses: 13 Grants and similar amounts paid (84,966), 14 Benefits paid to or for members (0), 15 Salaries, other compensation, employee benefits (1,558,503), 16a Professional fundraising fees (0), 16b Total fundraising expenses (47,584), 17 Other expenses (765,534), 18 Total expenses (2,409,003), 19 Revenue less expenses (1,017,510).

20 Total assets (11,092,962), 21 Total liabilities (232,684), 22 Net assets or fund balances (10,860,278).

Part II Signature Block

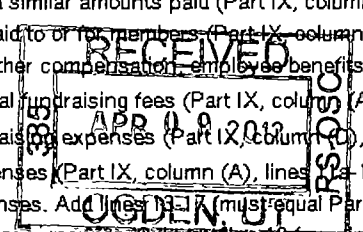
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here: Signature of officer: Joseph E Resch, Jr. Date: 4/2/2012. Type or print name and title: Joseph E Resch, Jr.

Paid Preparer Use Only: Print/Type preparer's name: Corrie Scott. Preparer's signature: Corrie Scott. Date: 3/14/12. Check self-employed: [X]. PTIN: P01295891. Firm's name: Hozik & Company, P.L.C. Firm's address: 1499 Chain Bridge Rd - Ste 201, McLean VA 22101. Firm's EIN: [blank]. Phone no: [blank].

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

SCANNED APR 25 2012



Handwritten numbers: 2-1, 617

Part III Statement of Program Service Accomplishments

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

1 Briefly describe the organization's mission:

Seabury Resources for Aging's mission is to provide personalized, affordable services and housing options to help older adults in the greater Washington, DC area live with independence and dignity.

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 \$ 2,425,985. including grants of \$ 50,596.) (Revenue \$ 949,610.)

Maintained and provided facilities, services and a broad range of social service programs for seniors citizens; held senior celebration events to recognize and honor the accomplishments of senior citizens throughout the Washington, D.C. area.

4b (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4c (Code: _____) (Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4d Other program services. (Describe in Schedule O.)

(Expenses \$ _____ including grants of \$ _____) (Revenue \$ _____)

4e Total program service expenses **2,425,985.**

Part IV Checklist of Required Schedules

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

Part IV Checklist of Required Schedules (continued)

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

BAA

Form 990 (2010)

Part V Statements Regarding Other IRS Filings and Tax Compliance

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

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
1c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	X	
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
2b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file. (see Instructions)	X	
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
3b	If 'Yes' has it filed a Form 990-T for this year? If 'No,' provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
4b	If 'Yes,' enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
5b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
5c	If 'Yes,' to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?		X
6b	If 'Yes,' did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
7	Organizations that may receive deductible contributions under section 170(c).		
7a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	X	
7b	If 'Yes,' did the organization notify the donor of the value of the goods or services provided?	X	
7c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
7d	If 'Yes,' indicate the number of Forms 8282 filed during the year		
7e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
7f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
7g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
7h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
9	Sponsoring organizations maintaining donor advised funds.		
9a	Did the organization make any taxable distributions under section 4966?		X
9b	Did the organization make a distribution to a donor, donor advisor, or related person?		X
10	Section 501(c)(7) organizations. Enter:		
10a	Initiation fees and capital contributions included on Part VIII, line 12		
10b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
11	Section 501(c)(12) organizations. Enter:		
11a	Gross income from members or shareholders		
11b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?		
12b	If 'Yes,' enter the amount of tax-exempt interest received or accrued during the year		
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
13a	Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.		
13b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
13c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
14b	If 'Yes,' has it filed a Form 720 to report these payments? If 'No,' provide an explanation in Schedule O		

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	16	
1b	Enter the number of voting members included in line 1a, above, who are independent	16	
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:		
a	The governing body?	X	
b	Each committee with authority to act on behalf of the governing body?	X	
9	Is there any officer, director or trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If 'Yes,' provide the names and addresses in Schedule O		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	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	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	Are officers, directors or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
12c	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?		
a	The organization's CEO, Executive Director, or top management official	X	
b	Other officers of 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	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 ▶ _____
- 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:
 ▶ Joseph E Resch, Jr. 4201 Butterworth Place, NW Washington DC 20016 (202) 414-6315

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

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

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

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

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

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

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and title	(B) Average hours per week per week (describe hours for related organizations in Schedule O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) <u>The Rt. Rev. John B. Chane</u> <u>Chair</u>	1.00	X		X				0.	0.	0.
(2) <u>Joseph Howell</u> <u>Director</u>	1.00	X						0.	0.	0.
(3) <u>Cynthia C Hill Dopp</u> <u>President</u>	1.00	X		X				0.	0.	0.
(4) <u>Michael Breads</u> <u>Vice-President</u>	1.00	X		X				0.	0.	0.
(5) <u>Geoffrey B Baker</u> <u>Director</u>	1.00	X						0.	0.	0.
(6) <u>Judith Bowes</u> <u>Secretary</u>	1.00	X		X				0.	0.	0.
(7) <u>John Welch</u> <u>Director</u>	1.00	X						0.	0.	0.
(8) <u>Joseph E Resch, Jr.</u> <u>Executive Director</u>	40.00					X	101,619.	0.	15,902.	
(9) <u>A.D.T. Schmidt</u> <u>Director</u>	1.00	X					0.	0.	0.	
(10) <u>Paula Singleton</u> <u>Director</u>	1.00	X					0.	0.	0.	
(11) <u>Hal C DeCell</u> <u>Director</u>	1.00	X					0.	0.	0.	
(12) <u>Larry L Ellis</u> <u>Director</u>	1.00	X					0.	0.	0.	
(13) <u>Gerald Perez</u> <u>Director</u>	1.00	X					0.	0.	0.	
(14) <u>Atron Rowe</u> <u>Director</u>	1.00	X					0.	0.	0.	
(15) <u>Edward Symes III</u> <u>Treasurer</u>	1.00	X		X			0.	0.	0.	
(16) <u>Mary Ann Wilmer</u> <u>Director</u>	1.00	X					0.	0.	0.	
(17) <u>Elizabeth Dietel</u> <u>Director</u>	1.00	X					0.	0.	0.	

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

(A) Name and title	(B) Average hours per week (describe hours for related organizations in Sch O)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Director	Former			
(18) -----										
(19) -----										
(20) -----										
(21) -----										
(22) -----										
(23) -----										
(24) -----										
(25) -----										
(26) -----										
(27) -----										
(28) -----										
(29) -----										
1 b Sub-total							101,619.	0.	15,902.	
c Total from continuation sheets to Part VII, Section A										
d Total (add lines 1b and 1c)							101,619.	0.	15,902.	

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 in reportable compensation from the organization **▶ 1**

	Yes	No
3 Did the organization list any former officer, director or trustee, key employee, or highest compensated employee on line 1a? <i>If 'Yes,' complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If 'Yes,' complete Schedule J for such individual</i>		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If 'Yes,' complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization.

(A) Name and business address	(B) Description of services	(C) Compensation

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

Part VIII Statement of Revenue

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514		
CONTRIBUTORS, GIFTS, GRANTS AND OTHER SIMILAR AMOUNTS	1a Federated campaigns	1a					
	b Membership dues	1b					
	c Fundraising events	1c 39,511.					
	d Related organizations	1d					
	e Government grants (contributions)	1e 606,906.					
	f All other contributions, gifts, grants, and similar amounts not included above	1f 277,991.					
	g Noncash contributions included in lns 1a-1f	\$ 0.					
	h Total. Add lines 1a-1f		924,408.				
PROGRAM SERVICE REVENUE	2a Program service	Business Code 900099	656,062.	656,062.	0.	0.	
	b Management contracts	900099	170,152.	170,152.	0.	0.	
	c -----						
	d -----						
	e -----						
	f All other program service revenue						
	g Total. Add lines 2a-2f		826,214.				
OTHER REVENUE	3 Investment income (including dividends, interest and other similar amounts)		208,393.	0.	0.	208,393.	
	4 Income from investment of tax-exempt bond proceeds						
	5 Royalties						
	6a Gross Rents	(i) Real	(ii) Personal				
		b Less: rental expenses					
		c Rental income or (loss)					
		d Net rental income or (loss)					
	7a Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other				
		6,471,333.	74,853.				
		b Less cost or other basis and sales expenses		5,720,255.	76,404.		
		c Gain or (loss)		751,078.	-1,551.		
	d Net gain or (loss)		749,527.	0.	0.	749,527.	
	8a Gross income from fundraising events (not including \$ 39,511. of contributions reported on line 1c). See Part IV, line 18	a		19,579.			
		b Less: direct expenses		19,579.			
		c Net income or (loss) from fundraising events		0.		0.	0.
9a Gross income from gaming activities. See Part IV, line 19	a						
	b Less: direct expenses						
	c Net income or (loss) from gaming activities						
10a 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					
11a <u>Miscellaneous</u>	900099	1,245.	1,245.	0.	0.		
b <u>Distribution from a conditional ex</u>	900099	39,000.	39,000.	0.	0.		
c <u>Distribution from a conditional ex</u>	900099	6,923.	6,923.	0.	0.		
d All other revenue							
e Total. Add lines 11a-11d		47,168.					
12 Total revenue. See instructions		2,755,710.	873,382.	0.	957,920.		

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).

<i>Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.</i>	(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	25,000.	25,000.		
2 Grants and other assistance to individuals in the U.S. See Part IV, line 22	25,596.	25,596.		
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	118,008.	113,923.	1,088.	2,997.
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	1,242,807.	1,193,035.	13,255.	36,517.
8 Pension plan contributions (include section 401(k) and section 403(b) employer contributions)	23,531.	23,531.	0.	0.
9 Other employee benefits	58,597.	58,597.	0.	0.
10 Payroll taxes	122,929.	122,929.	0.	0.
11 Fees for services (non-employees):				
a Management	154,821.	154,821.	0.	0.
b Legal				
c Accounting	80,049.	61,279.	18,770.	0.
d Lobbying				
e Professional fundraising services See Part IV, line 17				
f Investment management fees	69,792.	0.	69,792.	0.
g Other	24,274.	24,274.	0.	0.
12 Advertising and promotion	14,618.	14,618.	0.	0.
13 Office expenses	114,948.	112,057.	1,618.	1,273.
14 Information technology				
15 Royalties				
16 Occupancy	117,419.	104,801.	6,307.	6,311.
17 Travel	27,918.	26,140.	1,292.	486.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	9,438.	9,438.	0.	0.
23 Insurance	12,019.	12,019.	0.	0.
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 <u>Miscellaneous</u>	12,141.	10,997.	1,144.	0.
b <u>General program support</u>	72,930.	72,930.	0.	0.
c <u>Contribution expense</u>	260,000.	260,000.	0.	0.
d -----				
e -----				
f All other expenses				
25 Total functional expenses. Add lines 1 through 24f	2,586,835.	2,425,985.	113,266.	47,584.
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				

Part X Balance Sheet

		(A) Beginning of year		(B) End of year
ASSETS	1 Cash – non-interest-bearing	5,245.	1	1,099.
	2 Savings and temporary cash investments	928,498.	2	673,008.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	254,802.	4	257,474.
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6 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)		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges	30,835.	9	27,791.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 67,784.		
	b Less: accumulated depreciation.	10b 58,228.	14,748.	10c 9,556.
	11 Investments – publicly traded securities	9,509,543.	11	9,080,607.
	12 Investments – other securities. See Part IV, line 11		12	
	13 Investments – program-related. See Part IV, line 11		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11	349,291.	15	322,849.
16 Total assets. Add lines 1 through 15 (must equal line 34)	11,092,962.	16	10,372,384.	
LIABILITIES	17 Accounts payable and accrued expenses	139,796.	17	149,585.
	18 Grants payable		18	
	19 Deferred revenue	92,426.	19	74,787.
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21	
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities. Complete Part X of Schedule D	462.	25	9,313.
	26 Total liabilities. Add lines 17 through 25	232,684.	26	233,685.
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29 and lines 33 and 34.			
	27 Unrestricted net assets	9,594,019.	27	9,141,420.
	28 Temporarily restricted net assets	992,324.	28	733,654.
	29 Permanently restricted net assets	273,935.	29	263,625.
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
	33 Total net assets or fund balances.	10,860,278.	33	10,138,699.
	34 Total liabilities and net assets/fund balances.	11,092,962.	34	10,372,384.

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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	2,755,710.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,586,835.
3	Revenue less expenses. Subtract line 2 from line 1	3	168,875.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	10,860,278.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-890,454.
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	10,138,699.

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 _____

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?

b 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		

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SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

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.

OMB No 1545-0047

2010

Open to Public
Inspection

Name of the organization

Seabury Resources for Aging

Employer identification number

53-0204693

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 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 is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(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).

(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 column (i) listed in your governing document?		(v) Did you notify the organization in column (i) of your support?		(vi) Is the organization in column (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A) Episcopal Church Home,	52-0907224	11a	X		X		X		36,671.
(B) Home First	52-1388902	11a	X		X		X		7,721.
(C) Springvale Terrace	30-0185120	11a	X		X		X		285,596.
(D)									
(E)									
Total									329,988.

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

Schedule A (Form 990 or 990-EZ) 2010

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 'unusual grants'.)						
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
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)						
6 Public support. Subtract line 5 from line 4						

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						
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 Total support. Add lines 7 through 10						
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 ▶ <input type="checkbox"/>						

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 the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		
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 ▶ <input type="checkbox"/>		

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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 yr 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'.)						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

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

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

Section C. Computation of Public Support Percentage

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

Section D. Computation of Investment Income Percentage

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

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

Name of the organization

Supplemental Financial Statements

▶ Complete if the organization answered 'Yes,' to Form 990, Part IV, lines 6, 7, 8, 9, 10, 11, or 12.
▶ Attach to Form 990. ▶ See separate instructions.

OMB No 1545-0047

2010

Open to Public Inspection

Employer identification number

Seabury Resources for Aging

53-0204693

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? Yes 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? Yes No

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

- 1 Purpose(s) of conservation easements held by the organization (check all that apply).
- | | |
|----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------|
| <input type="checkbox"/> Preservation of land for public use (e.g., recreation or education) | <input type="checkbox"/> Preservation of an historically important land area |
| <input type="checkbox"/> Protection of natural habitat | <input type="checkbox"/> Preservation of a certified historic structure |
| <input type="checkbox"/> 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.

- 1 a 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 organization answered 'Yes' to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

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

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

	Amount
1c Beginning balance	
1d Additions during the year	
1e Distributions during the year	
1f Ending balance	

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	8,721,252.	8,160,539.	8,796,822.		
b Contributions					
c Net investment earnings, gains, and losses	3,075.	926,240.	-203,402.		
d Grants or scholarships					
e Other expenditures for facilities and programs	350,722.	365,527.	432,881.		
f Administrative expenses					
g End of year balance	8,373,605.	8,721,252.	8,160,539.		

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

- a Board designated or quasi-endowment ▶ 100.00%
- b Permanent endowment ▶ 0.00%
- c Term endowment ▶ 0.00%

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

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

	Yes	No
3a(i)		X
3a(ii)		
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		26,332.	16,776.	9,556.
e Other		41,452.	41,452.	0.

Total. Add lines 1a through 1e (Column (d) must equal Form 990, Part X, column (B), line 10(c).) ▶ 9,556.

BAA

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) -----		
Total. (Column (b) must equal Form 990 Part X, column (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)		
Total. (Column (b) must equal Form 990, Part X, column (B) line 13.)		

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

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, column (B), line 15.)	

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

(a) Description of liability	(b) Amount
(1) Federal income taxes	
(2) Due to related parties	9,313.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, column (B) line 25.)	9,313.

2. 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)		2,755,710.
2. Total expenses (Form 990, Part IX, column (A), line 25)		2,586,835.
3. Excess or (deficit) for the year. Subtract line 2 from line 1		168,875.
4. Net unrealized gains (losses) on investments		
5. Donated services and use of facilities		
6. Investment expenses		
7. Prior period adjustments		
8. Other (Describe in Part XIV)		
9. Total adjustments (net). Add lines 4 through 8		
10. Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9		168,875.

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	1,795,465.
2. Amounts included on line 1 but not on Form 990, Part VIII, line 12:			
a. Net unrealized gains on investments	2a	-890,454.	
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	-890,454.
3. Subtract line 2e from line 1		3	2,685,919.
4. Amounts included on Form 990, Part VIII, line 12, but not on line 1:			
a. Investments expenses not included on Form 990, Part VIII, line 7b	4a	69,792.	
b. Other (Describe in Part XIV.)	4b		
c. Add lines 4a and 4b		4c	69,792.
5. Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5	2,755,711.

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

1. Total expenses and losses per audited financial statements		1	2,517,044.
2. Amounts included on line 1 but not on Form 990, Part IX, line 25:			
a. Donated services and use of facilities	2a		
b. Prior year adjustments	2b		
c. Other losses	2c		
d. Other (Describe in Part XIV.)	2d		
e. Add lines 2a through 2d		2e	
3. Subtract line 2e from line 1		3	2,517,044.
4. Amounts included on Form 990, Part IX, line 25, but not on line 1:			
a. Investments expenses not included on Form 990, Part VIII, line 7b	4a	69,792.	
b. Other (Describe in Part XIV.)	4b		
c. Add lines 4a and 4b		4c	69,792.
5. Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5	2,586,836.

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.

Pt V Line 4 The endowment funds are set up to further the mission of Seabury Resources.

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

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events	
		<u>Gala</u> (event type)	(event type)	(total number)	(add column (a) through column (c))	
REVENUE	1	Gross receipts	58,990.		58,990.	
	2	Less: Charitable contributions	39,411.		39,411.	
	3	Gross income (line 1 minus line 2)	19,579.		19,579.	
DIRECT EXPENSES	4	Cash prizes	0.		0.	
	5	Noncash prizes	405.		405.	
	6	Rent/facility costs	0.		0.	
	7	Food and beverages	11,541.		11,541.	
	8	Entertainment	0.		0.	
	9	Other direct expenses	7,633.		7,633.	
	10	Direct expense summary. Add lines 4- through 9 in column (d)				19,579.
	11	Net income summary. Combine line 3, column (d), and line 10				0.

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

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming	
					(add column (a) through column (c))	
REVENUE	1	Gross revenue				
EXPENSES	2	Cash prizes				
	3	Non-cash prizes				
	4	Rent/facility costs				
	5	Other direct expenses				
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
	7	Direct expense summary. Add lines 2 through 5 in column (d)				
	8	Net gaming income summary. Combine lines 1, column (d) and line 7				

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states? Yes No

b If 'No,' explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No

b If 'Yes,' explain: _____

SCHEDULE I
(Form 990)

**Grants and Other Assistance to Organizations,
Governments and Individuals in the United States**

OMB No 1545-0047

2010

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

Department of the Treasury
Internal Revenue Service

**Open to Public
Inspection**

Name of the organization: **Seabury Resources for Aging**
 Employer identification number: **53-0204693**

Part I **General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance?
 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II **Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered 'Yes' to Form 990, Part IV, line 21 for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000.
 Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) IONA 4125 Albemarle St NW Washington DC 20016	53-0196608	1	25,000.	0.	FMV	0	Transportation
(2) -----							
(3) -----							
(4) -----							
(5) -----							
(6) -----							
(7) -----							
(8) -----							

2 Enter total number of section 501(c)(3) and government organizations
 3 Enter total number of other organizations

SCHEDULE L
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Transactions With Interested Persons

▶ Complete if the organization answered
'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,
or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2010

**Open to Public
Inspection**

Name of the organization

Seabury Resources for Aging

Employer identification number

53-0204693

Part I Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$ _____

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ _____

Part II Loans to and/or From Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
	(1)									
(2)										
(3)										
(4)										
(5)										
(6)										
(7)										
(8)										
(9)										
(10)										
Total				▶ \$ _____						

Part III Grants or Assistance Benefitting Interested Persons.

Complete if the organization answered 'Yes' on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount and type of assistance
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

SCHEDULE O
(Form 990 or 990-EZ)

Supplemental Information to Form 990 or 990-EZ

OMB No 1545-0047

2010

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

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

Name of the organization

Employer identification number

Seabury Resources for Aging

53-0204693

Pt VI-B, Line 15 The compensation of the ED was based on a
comparability study of other ED's with similar assets and
budgets. It is reviewed annually by the Board
of Directors and approved by them. The ED sets the salaries of other program
directors. No board member receives compensation.

Pt VI-B, Line 11a We provide it to the Finance Committee and they review it
before being filed.

Pt XII, Line 2c The Finance Committee has oversight over finances. The Finance Committee
meets with the auditor to review the draft audit report and then
presents the final audit report to the Board. The Finance
Committee reviews the financial statements monthly.

Pt VI-B, Line 12c The Governance Committee is responsible for this policy. The form is
completed annually and submitted to the Committee. If
something new surfaces during the year, a new form is completed
and the Committee reassess the situation.

Pt VI-A, Line 4 See attached bylaws.

SCHEDULE R
(Form 990)

Department of the Treasury
Internal Revenue Service

OMB No 1545-0047

2010

Open to Public
Inspection

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered 'Yes' to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization

Employer identification number

Seabury Resources for Aging

53-0204693

Part I Identification of Disregarded Entities (Complete if the organization answered 'Yes' to Form 990, Part IV, line 33.)

(1)	(a) Name, address, and EIN of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity
(1)	-----					
(2)	-----					
(3)	-----					
(4)	-----					
(5)	-----					
(6)	-----					

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(1)	(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Sec 512(b)(13) controlled entity	
							Yes	No
(1)	Home First 52-1388902 2501 18th Street NE, Washington DC 20018	Low-income housing/suppor services-seniors	DC	501(c)(3)	7	Seabury Resources fo		
(2)	Episcopal Church Home Friendship, Inc. 52-0907224 4201 Battersworth Place NW, Washington DC 20016	low-income housing to elderly	DC	501(c)(3)	7			
(3)	Springvale Terrace, Inc. 30-0185120 8505 Springvale Rd., Silver Spring MD 20910	low-income housing to elderly	MD	501(c)(3)	7	Seabury Resources fo		
(4)	-----							
(5)	-----							
(6)	-----							
(7)	-----							

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportionate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	
(1) -----												
(2) -----												
(3) -----												

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership
(1) -----							
(2) -----							
(3) -----							

Part V Transactions With Related Organizations (Complete if the organization answered 'Yes' to Form 990, Part IV, line 34, 35, 35a, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

- a Receipt of (i) interest (ii) annuities (iii) royalties (iv) rent from a controlled entity
- b Gift, grant, or capital contribution to other organization(s)
- c Gift, grant, or capital contribution from other organization(s)
- d Loans or loan guarantees to or for other organization(s)
- e Loans or loan guarantees by other organization(s)
- f Sale of assets to other organization(s)
- g Purchase of assets from other organization(s)
- h Exchange of assets
- i Lease of facilities, equipment, or other assets to other organization(s)
- j Lease of facilities, equipment, or other assets from other organization(s)
- k Performance of services or membership or fundraising solicitations for other organization(s)
- l Performance of services or membership or fundraising solicitations by other organization(s)
- m Sharing of facilities, equipment, mailing lists, or other assets
- n Sharing of paid employees
- o Reimbursement paid to other organization for expenses
- p Reimbursement paid by other organization for expenses
- q Other transfer of cash or property to other organization(s)
- r Other transfer of cash or property from other organization(s)

2 If the answer to any of the above is 'Yes,' see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-r)	(c) Amount involved	(d) Method of determining amount involved	Yes	No
(1) Home First	P	170,152. FMV			X
(2) Springvale Terrace, Inc.	b	285,596. FMV			X
(3) Home First	k	5,954. FMV			X
(4) Episcopal Church Home, Friendship, Inc.	P	27,875. FMV			X
(5) Episcopal Church Home, Friendship, Inc.	k	8,796. FMV			X
(6)					X

Part VI Unrelated Organizations Taxable as a Partnership (Complete if the organization answered 'Yes' to Form 990, Part IV, line 37.)

Provide the following information for each entity taxed as a partnership through which the organization conducted more than five percent of its activities (measured by total assets or gross revenue) that was not a related organization. See instructions regarding exclusion for certain investment partnerships.

(a) Name, address, and EIN of entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Are all partners section 501(c)(3) organizations?		(e) Share of end-of-year assets	(f) Disproportionate allocations?		(g) Code V-UBI amount in box 20 of Schedule K-1 Form (1065)	(h) General or managing partner?	
			Yes	No		Yes	No		Yes	No
(1) ----- ----- ----- ----- -----										
(2) ----- ----- ----- ----- -----										
(3) ----- ----- ----- ----- -----										
(4) ----- ----- ----- ----- -----										
(5) ----- ----- ----- ----- -----										
(6) ----- ----- ----- ----- -----										
(7) ----- ----- ----- ----- -----										
(8) ----- ----- ----- ----- -----										

Additional Information For Tax Return

Seabury Resources for Aging

53-0204693

Form 990 p 6: Line 4 Yes

See attached

SEABURY RESOURCES FOR AGING

EIN 53-0204693

AMENDED AND RESTATED BYLAWS

Amended and Restated November 17, 2010

I.

Board of Governors

A. General Powers. The Board of Governors (the "Board") shall have general power to control and manage the affairs and property of Seabury Resources for Aging ("Seabury"), a District of Columbia nonprofit corporation formerly known as Episcopal Senior Ministries and Episcopal Church Home. The Board shall have full authority with respect to the distribution and payment of the moneys received by or for the benefit of Seabury. Seabury is the sole member of Christian Communities Group Homes, Inc. ("CCGH") and Springvale Terrace, Inc. ("Springvale"), and is affiliated with Episcopal Church Home, Friendship, Inc. ("Friendship").

B. Number, Election and Tenure. The Board shall consist of The Bishop of the Episcopal Church of the Diocese of Washington, ex officio; the Rector of Epiphany Parish, Washington, D.C., ex officio, or his designee, and not less than three and up to twenty-four elected Governors (each a "Governor"). At least two elected Governors shall be qualified members of Epiphany Parish. Governors shall be elected by the affirmative vote of a majority of the Governors present at any meeting at which a quorum is present. Each Governor shall, subject to his earlier death, resignation or removal, hold office for a term of three years and thereafter until his successor shall have been elected and qualified. No Governor, other than one who is a Governor ex officio, who has served three consecutive three-year terms, or two consecutive three-year terms and any part of an unexpired term, shall be eligible for re-election until after the lapse of one year after the last day of such last three-year term.

C. Annual Meeting. There shall be an annual meeting of the Board in the month of June on a date to be determined by the Board or in such other month and on such date as is determined by the Board, at the principal office of Seabury or at such other place as may be designated by the Board. Failure to hold an annual meeting at the designated time shall not invalidate Seabury's existence or affect any otherwise valid corporate act.

D. Regular Meetings. There shall be regular meetings of the Board on such dates as are determined by the Board at the principal office of Seabury or at such other place as may be designated by the Board.

E. Special Meetings. The President may, and shall upon written request of any five members of the Board, call a special meeting of the Board at any time.

F. Notice of Meetings. The Secretary or his designee shall give notice of special meetings, stating the time, place and purpose thereof, to each Governor in person or by telephone, mail, courier, telegram, facsimile, email or other electronic transmission. Notice shall be given not less than two days prior to a special meeting.

SEABURY RESOURCES FOR AGING

EIN 53-0204693

G. Joint Meetings of Seabury, Friendship, and Subsidiary Boards. The Board may hold any of its meetings, annual, regular or special, jointly and concurrently with the boards of directors of Friendship, Springvale Terrace and/or CCGH. One set of minutes may be kept for any such meeting, reflecting discussion and action of the Board and of the boards of directors of Friendship, Springvale Terrace and/or CCGH, and such minutes may constitute the official record of the meeting of the Board insofar as they relate to proceedings of the Board.

H. Chairman. The Bishop of The Episcopal Church of the Diocese of Washington shall serve as ex officio Chairman of the Board.

I. Quorum. A majority of the total number of Governors then serving shall constitute a quorum, but if a quorum is not present, a majority of the Governors present at a meeting may adjourn the meeting from time to time or to a fixed time. The Secretary or his designee shall provide notice of adjournment to each Governor in person or by telephone, mail, courier, telegram, facsimile, email or other electronic transmission.

J. Manner of Acting. The act of a majority of Governors present at a meeting at which a quorum is present shall be the act of the Board, unless the concurrence of a greater proportion is required by these Bylaws, the Articles of Incorporation, or under the laws of the District of Columbia.

K. Action Without a Meeting; Telephone Meetings. Any action required or permitted to be taken by the Board at a meeting may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed or submitted by mail, courier, telegram, facsimile, email or other electronic transmission by all of the Governors and filed with the minutes of the Board. Such consent so filed shall have the same force and effect as a unanimous vote of the Board. Unless otherwise restricted by the Articles of Incorporation or these Bylaws, Governors may participate in any meeting by means of conference telephone or other communications equipment by which all persons participating in the meeting can hear each other and participation in a meeting pursuant to this Section shall constitute presence in person at such meeting.

L. Resignation; Removal. Any Governor may resign at any time by giving notice in writing or by electronic transmission to the President or to the Secretary. The resignation of any Governor shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any Governor may be removed from office with or without cause by the affirmative vote of a majority of the entire Board. Removal action may be taken at any meeting with respect to which notice of such purpose has been given, and a removed Governor's successor may be elected at the same meeting.

M. Vacancies. Any vacancy occurring in the Board may be filled by the affirmative vote of a majority of the Governors present at a meeting at which a quorum is present. A Governor elected to fill a vacancy shall, subject to his earlier death, resignation or removal, serve

SEABURY RESOURCES FOR AGING

EIN 53-0204693

until the conclusion of the third annual meeting following the meeting at which he is elected and thereafter until his successor shall have been elected and qualified. Any Governor who shall be absent from any three consecutive regular meetings of the Board may be declared by the Board, by reason of such absence, to have vacated the office of Governor.

N. Conflicts of Interest.

1. Any Governor with a duality of interest or possible conflict of interest shall disclose the interest to the Board, and the Board shall make such interest a matter of record, (i) at the time of such Governor's election, if then known, (ii) annually thereafter and (iii) at any time when the interest becomes a matter of Board action. Service as director or officer of any corporation or other entity affiliated with Seabury, including without limitation, Friendship, Springvale Terrace and CCGH, shall not be considered a duality or conflict of interest.

2. Any Governor having a duality of interest or possible conflict of interest on any matter shall not vote or use his personal influence on the matter, and he shall not be counted in determining the quorum for a meeting at which a vote will be taken on such matter, even where permitted by law. The minutes of such a meeting shall reflect that a disclosure was made, the abstention from voting, and the quorum situation.

3. The foregoing requirements shall not be construed as preventing the Governor from briefly stating his position in the relevant matter, nor from answering pertinent questions of other Governors.

4. Any new Governor shall be advised of this policy upon entering office.

II.

Officers

A. Number; Election; Tenure. The Board shall at each annual meeting elect a President, one or more Vice Presidents, a Treasurer and a Secretary from among the Governors and may elect such other officers as the Board shall deem appropriate. Each officer shall hold office until his successor is elected and qualified, or until his earlier death, resignation or removal.

B. Removal. Any officer or agent may be removed by a majority vote of the entire Board, with or without cause, whenever in the Board's judgment the best interests of Seabury will be served thereby.

C. Vacancies. Any vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by the Board.

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D. President. The President shall be the principal executive officer of Seabury and shall preside at all meetings of the Board. The President shall be authorized (i) to sign checks, drafts, and other orders for the payment of money, notes or other evidences of indebtedness issued in the name of Seabury, and statements and reports required to be filed with local or federal officials or agencies; (ii) to enter into any contract or agreement and to execute in the corporate name any instrument or other writing; and (iii) to see that all orders and resolutions of the Board are carried into effect. The President shall have the right to supervise and direct the management and operation of Seabury and to make all decisions as to policy and otherwise which may arise between meetings of the Board or the Executive Committee, and shall supervise and control the other officers and employees of Seabury during such interim. The President shall perform such other duties and have such other authority and powers as the Board may prescribe.

E. The Vice Presidents. The Vice Presidents, at the request of the President or in the case of the President's absence or inability to act, shall perform the duties and exercise the powers of the President. The Vice Presidents shall perform such other duties as may be assigned to them by the Chairman, the President or the Board.

F. The Secretary. The Secretary shall (i) keep the minutes of the meetings of the Board in one or more books provided for that purpose; (ii) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; and (iii) be the custodian of the records and seal of Seabury and see that the seal of Seabury is affixed to all documents the execution of which on behalf of Seabury under its seal is duly authorized. In general, the Secretary shall perform all duties incident to the office of Secretary and such other duties as are assigned by the President or the Board. The Secretary may delegate authority or responsibility to the Executive Director, subject to prior disclosure of such delegation to the President or Board.

G. The Treasurer. The Treasurer shall (i) have charge and custody of, and be responsible for, all moneys, funds and securities of Seabury; (ii) receive and give receipts for moneys due and payable to Seabury from any source whatsoever and shall deposit all moneys and other valuable effects in the name of Seabury in such banks or other depositories as may be designated by the Board; (iii) make such investments, reinvestments, sales and resales as the Board, Executive Committee or any other committee so authorized by the Board shall direct, but shall not have the authority to direct Seabury's investments; (iv) maintain full and accurate accounts of all assets, liabilities, and transactions of Seabury; and (v) cause regular audits of such books and records to be made, and render a report of all receipts and disbursements annually and quarterly and as otherwise directed. In general, the Treasurer shall perform all of the duties incident to the office of Treasurer and such other duties as assigned by the President or Board. The Treasurer may delegate authority or responsibility to the Executive Director, subject to prior disclosure of such delegation to the President or Board. The Board may require the Treasurer to furnish bond at the expense of Seabury.

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H. Executive Director. The Board may appoint, alone or jointly with the boards of directors of Friendship, Springvale Terrace and/or CCGH (or of any other affiliated company), an Executive Director who shall have such responsibility over the administration of Seabury as the Board may determine (and over the administration of affiliated companies as their respective boards of directors may determine).

I. Other Agents; Employees. The Board may appoint such other agents and employees, alone or jointly with affiliated companies, as it shall deem necessary, each of whom shall have such authority, perform such duties, receive such reasonable compensation, if any, and serve during such time as the Board may determine.

III. Committees

A. Designation; Powers; Joint Committees. Seabury shall have an Executive Committee and such other committees as the Board may establish. Any committee of Seabury may meet at any time jointly and concurrently with a committee of Friendship, Springvale Terrace and/or CCGH. Such committees shall continue for such terms as the Board may prescribe. Committees may make recommendations for action to the Board, but (other than the Executive Committee) shall not have authority to act on behalf of the Board. The designation of any committee or committees shall not relieve the Board or any Governor of any responsibility imposed by law.

B. Executive Committee. The Executive Committee shall consist of the President, each Vice President, the Treasurer and the Secretary. The Executive Committee, when the Board is not in session, shall have and may exercise all of the authority of the Board. The Executive Committee shall regularly report its activities to the Board.

C. Members; Tenure; Removal; Vacancies. Committees (other than the Executive Committee) shall have such members as the President may appoint, with approval of the Board. Each such committee member shall serve for one year and until his successor is appointed and qualified or until his earlier death, resignation or removal. Any member of any committee (other than the Executive Committee) may be removed therefrom by the President, with consent of the Board, at any time with or without cause. A committee member appointed to fill a vacancy shall serve for the unexpired term of his predecessor.

D. Meetings of Committees. Except as otherwise specifically provided, each committee shall meet at such times and places as fixed by resolution of the committee, or by resolution of the Board, without other notice than such resolution. Special meetings of any committee may be called by the committee chairman or any two committee members upon no less than one day's notice, either written or oral, stating the time and place of the meeting. Each committee shall fix its own rules of procedure (and in the absence of a specific rule, the rules set forth in these Bylaws applicable to meetings of the Governors shall apply) and shall keep regular minutes of its proceedings and a full account of all its actions. A majority of each entire

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committee shall constitute a quorum thereof, and any action of a committee must be authorized by the affirmative vote of a majority of the members present at a meeting at which a quorum is present. A committee may act without a meeting by written resolution setting forth the action so taken, signed or submitted by mail, telegram, facsimile, email or other electronic transmission, by all members of the committee and filed with the minutes of the proceedings of the committee. Unless otherwise restricted by the rules of procedure of a committee or these Bylaws, committee members may participate in a meeting of a committee by means of conference telephone or other communications equipment by which all persons participating in the meeting can hear each other and participation in a meeting pursuant to this paragraph shall constitute presence in person at such meeting. In the event a member of a committee, other than the Executive Committee, fails to attend any meeting of that committee, the other members of that committee present at the meeting, whether or not they constitute a quorum, may appoint another member to act in the place of such absent member.

IV.

Contracts, Loans, Checks and Deposits

A. Contracts. The Board may authorize officers, agents and employees, in addition to the President to enter into any contract or execute and deliver any instrument in the name of and on behalf of Seabury, and such authority may be general or confined to specific instances.

B. Loans. No loans shall be contracted on behalf of Seabury and no evidences of indebtedness shall be issued in its name or binding upon it unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

C. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of Seabury shall be signed by such officers, agents and employees of Seabury and in such manner as provided in these Bylaws or as shall be determined by resolution of the Board.

D. Deposits. All funds of Seabury, not otherwise employed or invested, shall be deposited to the credit of Seabury in such banks or other depositories as the Board or any authorized officers may select.

V.

General Provisions

A. Office. The office of Seabury shall be located at such place as the Board may determine.

B. Books. There shall be kept at the office of Seabury correct books of account of the activities and transactions of Seabury, including a minute book, which shall contain a copy of

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the Articles of Incorporation, a copy of these Bylaws and all minutes of meetings of the Board and committees thereof.

C. Fiscal Year. The fiscal year of Seabury shall be from October 1 to September 30 of each calendar year.

D. Corporate Seal. The seal of Seabury shall consist of the name of Seabury in a circle surrounding the figures "1924."

E. Waiver of Notice. Whenever any notice is required to be given to any Governor under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the laws of the District of Columbia, a waiver thereof in writing signed by the person or persons entitled to such notice, or a waiver by electronic transmission by the person entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. Attendance of a person at a meeting of Governors shall constitute a waiver of notice of such meeting, except when the Governor attends a meeting for the express purpose of objecting, and does object at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in any written waiver of notice or any waiver by electronic transmission.

F. Indemnification.

1. Indemnification; Expense Reimbursement. To the fullest extent permitted by the laws of the District of Columbia as those laws presently exist or hereafter may be amended, Seabury shall (a) indemnify any person (a "Covered Person") (including the estate of any Covered Person) who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (a "proceeding"), by reason of the fact that such person is or was a Governor, officer, employee or agent of Seabury, or is or was serving at the request of Seabury as a director, officer, employee, trustee or agent of another corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against all liability and loss suffered and expenses actually and reasonably incurred by such Covered Person in connection with such proceeding (including attorneys' fees, judgments, fines and amounts paid in settlement, but excluding any such amounts paid in connection with an action or suit by or in the right of Seabury unless specifically approved by the Board); and (b) pay expenses incurred by any Covered Person in defending any proceeding, in advance of the final disposition of such proceeding; provided, however, that, to the extent required by law, such payment of expenses in advance of the final disposition of the proceeding shall be made only upon receipt of an undertaking by such Covered Person to repay all amounts advanced if it should be ultimately determined that such Covered Person is not entitled to be indemnified under this Section or otherwise. Notwithstanding anything in this paragraph 1. to the contrary, Seabury shall be required to indemnify a Covered Person in connection with a proceeding (or part thereof)

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commenced by such Covered Person only if the commencement of such proceeding (or part thereof) by the Covered Person was authorized in the specific case by the Board.

2. Liability to the Corporation. No Governor shall be personally liable to Seabury for monetary damages for breach of fiduciary duty as a Governor, except (a) for any breach of the Governor's duty of loyalty to Seabury, (b) for acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law or (c) for any transaction from which the Governor derived an improper personal benefit.

3. Insurance. Seabury may purchase and maintain, to the full extent permitted by the laws of the District of Columbia as they presently exist or hereafter may be amended, insurance on behalf of any Covered Person against any liability asserted against him or incurred by him in any such capacity or status.

4. Non-Exclusivity of Rights. The rights conferred upon any Covered Person under this Section F. shall not be deemed to be exclusive of any other rights to which such Covered Person may be entitled under any statute, the Articles of Incorporation or any agreement or vote of disinterested Governors, including rights under any insurance policy that may be purchased by Seabury to the extent permitted by the laws of the District of Columbia as they presently exist or hereafter may be amended.

5. Amendment or Repeal. Any repeal or modification of this Section F. shall not adversely affect any right or protection hereunder of any Covered Person in respect of any act or omission occurring prior to the time of such repeal or modification.

G. Construction. Whenever the context so requires, the masculine shall include the feminine and neuter, and the singular shall include the plural, and conversely. If any portion of these Bylaws shall be invalid or inoperative, then, so far as is reasonable and possible (i) the remainder of these Bylaws shall be considered valid and operative, and (ii) effect shall be given to the intent manifested by the portion held invalid or inoperative.

H. Voting Rights in Other Entities. The Board or such officers or agents of Seabury as the Board shall designate shall have the authority to exercise on behalf of Seabury any voting rights held by Seabury (whether through the ownership of voting securities or otherwise) with respect to any other corporation or entity and may attend meetings of shareholders or members, as applicable, or execute and deliver proxies for such purpose.

VI. Amendment

A. Amendment. These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by affirmative vote of at least two-thirds of the Board, provided that a statement of any proposed amendment shall be contained in the notice of meeting at which the amendment is to be considered.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **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 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 Seabury Resources for Aging	Employer identification number 53-0204693
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P.O. box, see instructions. 4201 Butterworth Place, NW	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Washington DC 20016	

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 (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ **Joseph E. Resch, Jr.**

Telephone No. ▶ **(202) 414-6315** FAX No. ▶ **(202) 289-5693**

- 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 **May 15**, 20 **12**, 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 **Oct 1**, 20 **10**, and ending **Sep 30**, 20 **11**.

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	3a	\$	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	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See Instructions	3c	\$	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.