Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning DEC 1, 2010 , **and ending** NOV 30, 2011

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

Name of foundation
THE GARFIELD FOUNDATION
C/O RAICH ENDE MALTER & CO. LLP

A Employer identification number
22-2285358

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
475 PARK AVE SO., 31ST FLOOR

B Telephone number
212 -695-7003

City or town, state, and ZIP code
NEW YORK, NY 10016

C If exemption application is pending, check here ▶ [ ]
D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 34,362,163.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue 1 Contributions, gifts, grants, etc., received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	2,946.	2,946.		STATEMENT 1
4 Dividends and interest from securities	796,563.	779,128.		STATEMENT 2
5a Gross rents	<19,523.>			STATEMENT 3
b Net rental income or (loss) <19,523.>				
6a Net gain or (loss) from sale of assets not on line 10	<345,410.>			STATEMENT 4
b Gross sales price for all assets on line 6a 12,619,216.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	<63,741.>	<105,023.>		STATEMENT 5
12 **Total.** Add lines 1 through 11	370,835.	677,051.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	30,000.	3,000.		27,000.
14 Other employee salaries and wages	292,362.	0.		292,362.
15 Pension plans, employee benefits	65,728.	0.		65,728.
16a Legal fees				
b Accounting fees STMT 6	31,870.	23,904.		7,966.
c Other professional fees				
17 Interest				
18 Taxes STMT 7	25,400.	7,400.		0.
19 Depreciation and depletion	542.	0.		
20 Occupancy	10,260.	0.		10,260.
21 Travel, conferences, and meetings	53,224.	0.		53,224.
22 Printing and publications				
23 Other expenses STMT 8	954,294.	385,991.		564,366.
24 **Total operating and administrative expenses.** Add lines 13 through 23	1,463,680.	420,295.		1,020,906.
25 Contributions, gifts, grants paid	3,158,606.			3,158,606.
26 **Total expenses and disbursements.** Add lines 24 and 25	4,622,286.	420,295.		4,179,512.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<4,251,451.>			
b **Net investment income** (if negative, enter -0-)		256,756.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	49,617.	2,535.	2,535.
	2 Savings and temporary cash investments	733,434.	1,033,411.	1,033,411.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 11	1,125,000.	858,281.	952,924.
	b Investments - corporate stock STMT 12	15,721,264.	13,167,298.	15,397,012.
	c Investments - corporate bonds STMT 13	4,161,592.	3,062,461.	3,401,724.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	10,573,052.	10,317,642.	13,570,225.
	14 Land, buildings, and equipment: basis ▶ 35,611.			
	Less accumulated depreciation STMT 15 ▶ 31,279.	4,874.	4,332.	4,332.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	32,368,833.	28,445,960.	34,362,163.
Liabilities	17 Accounts payable and accrued expenses	21,225.	26,197.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	21,225.	26,197.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	32,347,608.	28,419,763.	
	30 **Total net assets or fund balances**	32,347,608.	28,419,763.	
	31 **Total liabilities and net assets/fund balances**	32,368,833.	28,445,960.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	32,347,608.
2	Enter amount from Part I, line 27a	2	<4,251,451.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	325,646.
4	Add lines 1, 2, and 3	4	28,421,803.
5	Decreases not included in line 2 (itemize) ▶ BOOK TAX ADJUSTMENT	5	2,040.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	28,419,763.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	12,611,745.		12,964,161.	<352,416.>

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				<352,416.>

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	<352,416.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	4,666,955.	40,273,787.	.115881
2008	4,985,275.	39,445,223.	.126385
2007	5,082,187.	38,393,257.	.132372
2006	5,086,392.	61,028,886.	.083344
2005	4,494,696.	45,109,120.	.099641

2 Total of line 1, column (d)	2	.557623
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.111525
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	37,936,547.
5 Multiply line 4 by line 3	5	4,230,873.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,568.
7 Add lines 5 and 6	7	4,233,441.
8 Enter qualifying distributions from Part XII, line 4	8	4,179,512.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	5,135.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	5,135.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	5,135.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 16,532.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 4,100.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	20,632.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	15,497.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	5,135. **Refunded** ▶	11	10,362.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ,MA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form 990-PF (2010) THE GARFIELD FOUNDATION C/O RAICH ENDE MALTER & CO. LLP 22-2285358

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.GARFIELDFOUNDATION.ORG

14 The books are in care of ▶ RAICH ENDE MALTER & CO. LLP Telephone no. ▶ 212-695-7003

Located at ▶ 475 PARK AVE SO., 31ST FL, NEW YORK, NY ZIP+4 ▶ 10016

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRIAN GARFIELD 115 W. CALIFORNIA BLVD #404 PASADENA, CA 91105	TRUSTEE- PRESIDENT 10.00	10,000.	0.	4,192.
RONALD BERMAN 50 MILLSTONE ROAD EAST WINDSAR, NJ 08520	TRUSTEE- VICE PRESIDENT 10.00	10,000.	0.	4,192.
MICHAEL BALDWIN 204 SPRING STREET MARION, MA 02738	TRUSTEE- SEC / TREAS 10.00	10,000.	0.	4,192.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JENNIE CURTIS - 1239 LAKESHORE DRIVE, BOULDER, CO 80302	EXECUTIVE DIRECTOR 40.00	192,997.	2,600.	0.
JENNIFER DOWNING 9 ALMY STREET, FAIRHAVEN, MA 02719	PROGRAM ASSISTANT & ADMINISTRATION 40.00	65,103.	2,600.	0.

Total number of other employees paid over $50,000 ▶ 2

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
RICHARD R. REED 1411 LINCOLN STREET, BERKELEY, CA 94702	CONSULTING FEES	227,388.
ORSON WATSON PH D 65 ALBAN STREET, DORCHESTER, MA 02124	CONSULTING FEES	177,984.
BALDWIN BROTHERS INC 204 SPRING STREET, MARION, MA 027381570	INVESTMENT MANAGEMENT FEES	169,454.
JANIS B. ALCORN PH D 3508 WOODBINE STREET, CHEVY CHASE, MD 20815	CONSULTING FEES	44,205.
Total number of others receiving over $50,000 for professional services ▶		3

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 FUNDS RECEIVED ARE USED TO PAY ADMINISTRATION EXPENSES, AND THE BALANCE IS DISTRIBUTED TO QUALIFIED CHARITABLE ORGANIZATIONS UNDER THE INTERNAL REVENUE CODE.	4,326,801.
2 SEE STATEMENT 10: RE-AMP PROJECT	295,485.
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	36,469,750.
b	Average of monthly cash balances	1b	2,044,511.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	38,514,261.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	38,514,261.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	577,714.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	37,936,547.
6	**Minimum investment return.** Enter 5% of line 5	6	1,896,827.

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

1	Minimum investment return from Part X, line 6	1	1,896,827.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 5,135.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b: 2,240.		
c	Add lines 2a and 2b	2c	7,375.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,889,452.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,889,452.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,889,452.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,179,512.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,179,512.
5	*Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment* income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,179,512.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					1,889,452.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				0.	
b Total for prior years: _____, _____, _____			0.		
3 Excess distributions carryover, if any, to 2010:					
a From 2005	2,301,673.				
b From 2006	2,135,126.				
c From 2007	3,218,265.				
d From 2008	3,041,962.				
e From 2009	2,685,578.				
f **Total** of lines 3a through e		13,382,604.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 4,179,512.					
a Applied to 2009, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2010 distributable amount					1,889,452.
e Remaining amount distributed out of corpus		2,290,060.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		15,672,664.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7		2,301,673.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		13,370,991.			
10 Analysis of line 9:					
a Excess from 2006	2,135,126.				
b Excess from 2007	3,218,265.				
c Excess from 2008	3,041,962.				
d Excess from 2009	2,685,578.				
e Excess from 2010	2,290,060.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 16

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 17				
Total			▶ 3a	3158606.
b *Approved for future payment*				
Total SEE STATEMENT 18			▶ 3b	1410000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,946.	
4 Dividends and interest from securities			14	796,563.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	531390	<19,523.>			
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	531390	31,162.	15	<105,023.>	
8 Gain or (loss) from sales of assets other than inventory	531390	7,006.	18	<352,416.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a REIMBURSED EXPENSES			01	509.	
b IRS REFUND					9,536.
c STATE REFUND					75.
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		18,645.		342,579.	9,611.

13 Total. Add line 12, columns (b), (d), and (e) 13 370,835.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1B	INTERNAL REVENUE SERVICE REFUND CHECK FORM 990-PF
1C	COLORADO STATE REFUND CHECK

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: Michael Baldwin | Date: 10/15/12 | Title: TRUSTEE - SEC / TREAS

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS V. RUTA		10/14/12		

Firm's name ▶ RAICH ENDE MALTER & CO., LLP | Firm's EIN ▶

Firm's address ▶ 475 PARK AVENUE SOUTH 31ST FL
NEW YORK, NY 10016 | Phone no. 212-695-7003

023622
04-26-11

Part IV Capital Gains and Losses for Tax on Inv[redacted]ment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FIDELITY INVESTMENT - STATEMENT ATTACHED A	P	VARIOUS	11/30/11
b	FIDELITY INVESTMENT - STATEMENT ATTACHED A	P	VARIOUS	11/30/11
c	CAPITAL GAINS DISTRIBUTIONS THRU FIDELITY INVESTM	P	VARIOUS	12/31/10
d	BASIS ADJUSTMENT OF 3,100 UNITS ALLIANCE BERNSTEI	P	09/11/09	12/20/10
e	BASIS ADJUSTMENT OF 900 UNITS ALLIANCE BERNSTEIN	P	09/11/09	12/20/10
f	BASIS ADJUSTMENT OF 6,000 UNITS ALLIANCE BERNSTEI	P	08/14/02	12/20/10
g	LOSS ON SALE OF 10,000 UNITS ALLIANCE BERNSTEIN H	P	VARIOUS	12/20/10
h	ENRON CORPORATION SECURITIES LITIGATION SETTLEMEN	P	VARIOUS	01/19/11
i	ROYAL DUCTCH SHELL SECURITIES LITIGATION SETTLEME	P	VARIOUS	08/22/11
j	GAINS ON SALE THRU PARTNERSHIPS	P	VARIOUS	12/31/10
k	LOSSES ON SALE THRU PARTNERSHIPS	P	VARIOUS	12/31/10
l	SECTION 1231 GAINS THRU PARTNERSHIPS	P	VARIOUS	12/31/10
m	SECTION 1256 GAINS THRU PARTNERSHIPS	P	VARIOUS	12/31/10
n	SECTION 1256 GAINS THRU PARTNERSHIPS	P	VARIOUS	12/31/10
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	6,225,831.		6,967,970.	<742,139.>
b	6,122,545.		5,865,380.	257,165.
c	16,712.			16,712.
d	8,854.			8,854.
e	2,562.			2,562.
f	11,882.			11,882.
g			6,596.	<6,596.>
h	9,472.			9,472.
i	41.			41.
j	171,172.			171,172.
k			124,215.	<124,215.>
l	41,682.			41,682.
m	595.			595.
n	397.			397.
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<742,139.>
b				257,165.
c				16,712.
d				8,854.
e				2,562.
f				11,882.
g				<6,596.>
h				9,472.
i				41.
j				171,172.
k				<124,215.>
l				41,682.
m				595.
n				397.
o				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 } **2** <352,416.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 **3** N/A

STATEMENT A

REALIZED GAINS AND LOSSES

Garfield Foundation

674-931780

22-2285358

From 11-30-10 Through 11-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
12/05/08	12/02/10	1,000,000	Verizon Communications 5.5% Due 02-15-18	893,000.00	1,118,400.00		225,400.00
04/28/10	12/07/10	552	Koninklijke Philips Electronics NV	18,525.12	16,396.39	(2,128.73)	
03/26/10	12/07/10	20,000	Koninklijke Philips Electronics NV	665,170.00	594,071.93	(71,098.07)	
09/11/09	12/20/10	3,100	Alliance Bernstein Holding LP	77,710.87	68,856.65		(8,854.22)
09/11/09	12/20/10	900	Alliance Bernstein Holding LP	22,552.32	19,990.64		(2,561.68)
08/14/02	12/20/10	6,000	Alliance Bernstein Holding LP	145,152.81	133,270.94		(11,881.87)
05/28/09	12/20/10	550	Brazil iShares MSCI	29,592.14	41,304.30		11,712.16
05/28/09	12/20/10	4,200	Brazil iShares MSCI	225,976.38	315,456.66		89,480.28
12/01/10	01/12/11	25,000	Trina Solar Limited Sponsored ADR CMN	569,845.00	680,055.98	110,210.98	
12/20/10	01/19/11	3,500	Shaw Group Inc	119,654.82	132,930.59	13,275.77	
12/06/07	01/27/11	3,402.937	Matthews Asian Growth Income Fund	68,739.28	61,320.92		(7,418.36)
12/06/07	01/27/11	45.236	Matthews Asian Growth Income Fund	913.77	815.15		(98.62)
12/06/07	01/27/11	1,589.635	Matthews Asian Growth Income Fund	32,110.62	28,645.22		(3,465.40)
06/26/07	01/27/11	482.837	Matthews Asian Growth Income Fund	9,676.06	8,700.72		(975.34)
06/26/07	01/27/11	803.606	Matthews Asian Growth Income Fund	16,104.26	14,480.98		(1,623.28)
06/26/07	01/27/11	326.830	Matthews Asian Growth Income Fund	6,549.67	5,889.48		(660.19)
06/25/08	01/27/11	721.960	Matthews Asian Growth Income Fund	12,814.79	13,009.72		194.93
06/25/08	01/27/11	1,163.782	Matthews Asian Growth Income Fund	20,657.12	20,971.35		314.23
06/25/08	01/27/11	90.790	Matthews Asian Growth Income Fund	1,611.53	1,636.04		24.51
12/09/10	01/27/11	857.805	Matthews Asian Growth Income Fund	15,148.84	15,457.65	308.81	
12/09/10	01/27/11	1,006.733	Matthews Asian Growth Income Fund	17,778.90	18,141.33	362.43	
06/24/10	01/27/11	736.805	Matthews Asian Growth Income Fund	11,810.98	13,277.23	1,466.25	
12/09/09	01/27/11	860.485	Matthews Asian Growth Income Fund	13,475.20	15,505.94		2,030.74
06/25/09	01/27/11	982.243	Matthews Asian Growth Income Fund	13,250.46	17,700.02		4,449.56
12/10/08	01/27/11	803.161	Matthews Asian Growth Income Fund	8,931.15	14,472.96		5,541.81
12/10/08	01/27/11	124.483	Matthews Asian Growth Income Fund	1,384.25	2,243.18		858.93
12/10/08	01/27/11	5,846.603	Matthews Asian Growth Income Fund	65,014.23	105,355.79		40,341.56
01/13/03	01/27/11	7,901.017	Matthews Asian Growth Income Fund	83,197.71	142,376.32		59,178.61
11/05/10	01/27/11	5,934.718	Harding Loevner Emerging Mkt	308,842.72	300,000.00	(8,842.72)	
02/22/06	02/02/11	50	Mirant Shares In Escrow	43.75	0.00		(43.75)
01/27/11	02/09/11	16,300	Motricity, Inc.	327,198.05	286,652.80	(40,545.25)	

STATEMENT A

REALIZED GAINS AND LOSSES
Garfield Foundation
674-931780
22-2285358
From 11-30-10 Through 11-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
09/20/07	03/07/11	2,025	Cisco Systems Inc	65,346.75	36,551.15		(28,795.60)
09/20/07	03/07/11	2,500	Cisco Systems Inc	80,650.00	45,124.88		(35,525.12)
10/24/07	03/07/11	4,800	Cisco Systems Inc	149,184.00	86,639.77		(62,544.23)
10/24/07	03/07/11	200	Cisco Systems Inc	6,215.00	3,609.99		(2,605.01)
08/21/07	03/07/11	3,475	Cisco Systems Inc	104,597.50	62,723.59		(41,873.91)
01/14/02	03/07/11	10,275	Cisco Systems Inc	147,392.92	185,463.26		38,070.34
11/04/10	03/07/11	5,000	Australian Dollar Trust	507,101.00	505,813.28	(1,287.72)	
10/12/10	03/11/11	5,000	American Superconductor Corp	186,989.00	121,746.65	(65,242.35)	
11/11/10	03/11/11	2,500	American Superconductor Corp	88,750.00	60,873.33	(27,876.67)	
03/27/01	03/24/11	3,000	Johnson & Johnson	122,839.95	176,635.10		53,795.15
07/11/97	03/24/11	2,000	Johnson & Johnson	68,712.64	117,756.74		49,044.10
11/11/10	03/31/11	7,500	American Superconductor Corp	266,250.00	185,151.18	(81,098.82)	
12/20/10	04/13/11	4,800	Ann, Inc.	135,137.14	146,063.59	10,926.45	
12/22/10	04/13/11	4,800	Ann, Inc.	131,405.28	146,063.59	14,658.31	
04/20/10	04/29/11	2,600	Teva Pharmaceutical Inds ADR	161,870.95	119,141.40		(42,729.55)
04/20/10	04/29/11	400	Teva Pharmaceutical Inds ADR	24,902.44	18,329.45		(6,572.99)
11/05/10	05/02/11	5,000	Barrick Gold Corporation	246,291.85	251,440.66	5,148.81	
07/25/08	05/04/11	10,050	Silver Trust iShares	172,936.38	401,220.44		228,284.06
11/05/10	05/12/11	5,000	Market Vectors Gold Miners	301,434.55	268,790.33	(32,644.22)	
09/22/10	05/12/11	5,000	Market Vectors Gold Miners	283,415.55	268,790.33	(14,625.22)	
11/18/03	05/22/11	100,000	Root Capital 1.00% Due 05-18-11	100,000.00	101,000.00		1,000.00
11/18/03	05/22/11	25,000	Root Capital 1.00% Due 05-18-11	25,000.00	25,250.00		250.00
11/18/03	05/22/11	125,000	Root Capital 1.00% Due 05-18-11	125,000.00	126,250.00		1,250.00
11/05/10	06/15/11	21,739.130	Matthews India Fund	500,000.00	435,217.38	(64,782.62)	
12/01/10	06/15/11	9,246.417	Matthews India Fund	200,000.00	185,113.27	(14,886.73)	
12/09/10	06/15/11	142.174	Matthews India Fund	2,894.67	2,846.32	(48.35)	
11/02/10	08/05/11	6,200	Itron Inc	369,606.80	249,806.00	(119,800.80)	
01/13/11	08/05/11	4,900	Itron Inc	287,927.43	197,427.33	(90,500.10)	
05/27/11	08/05/11	3,900	Itron Inc	198,007.68	157,136.03	(40,871.65)	
08/30/04	08/15/11	250,000	United States Treasury Nts 5% 8/15/2011	266,718.75	250,000.00		(16,718.75)
04/20/10	09/19/11	900	Check Point Software Tech	32,058.00	50,943.52		18,885.52

STATEMENT A

REALIZED GAINS AND LOSSES
Garfield Foundation
674-931780
22-2285358
From 11-30-10 Through 11-30-11

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
04/20/10	09/19/11	1,100	Check Point Software Tech	39,172.24	62,264.30		23,092.06
04/29/08	09/19/11	12,000	ABB Ltd	363,310.80	214,991.46		(148,319.34)
02/07/11	09/19/11	3,000	Sensata Technologies Holding N.V.	96,142.50	94,802.97	(1,339.53)	
03/31/97	09/19/11	500	Int'l Business Machines	18,488.87	85,442.75		66,953.88
10/09/09	09/19/11	500	Google Inc. A	260,164.45	268,639.84		8,475.39
06/13/97	09/19/11	5,000	General Electric Company	110,546.90	79,463.96		(31,082.94)
03/15/11	09/19/11	2,000	Broadcom Corp Cl A	78,767.20	69,608.66	(9,158.54)	
03/03/10	09/19/11	10,000	Wells Fargo & Company	284,525.00	241,535.35		(42,989.65)
11/05/09	09/19/11	6,250	Microsoft Corp Wash	179,634.37	166,941.16		(12,693.21)
03/03/10	09/19/11	7,500	J P Morgan Chase & Company	314,866.50	241,877.09		(72,989.41)
02/16/11	09/19/11	23,325	Itau Unibanco	533,801.96	376,922.41	(156,879.55)	
08/31/09	09/21/11	50,000	Synovus Financial	185,035.00	63,608.73		(121,426.27)
02/07/11	09/29/11	4,486	Sensata Technologies Holding N.V.	143,765.09	126,188.30	(17,576.79)	
02/08/11	09/29/11	8,514	Sensata Technologies Holding N.V.	272,395.21	239,493.36	(32,901.85)	
09/25/09	10/04/11	5,000	IShares Tr NASDAQ Biotechnology	404,371.00	440,738.53		36,367.53
10/27/11	11/11/11	5,500	Elster Group ADS	83,912.95	79,552.11	(4,360.84)	
11/02/07	11/15/11	300,000	General Electric Cap Corp 5.0% Due 11-15-11	303,381.00	300,000.00		(3,381.00)
				12,833,350.07	12,348,376.42	(742,139.31)	257,165.66
			SHORT-TERM	6,967,970.29	6,225,830.98	(742,139.31)	-
			LONG-TERM	5,865,379.78	6,122,545.44	-	257,165.66
				12,833,350.07	12,348,376.42	(742,139.31)	257,165.66

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
RUDOLF STEINER FOUNDATION INC	2,946.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,946.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY INVESTMENTS	562,508.	0.	562,508.
FIDELITY INVESTMENTS - US INTEREST	47,625.	0.	47,625.
FIDELITY INVESTMENTS TAX-EXEMPT INCOME	17,317.	0.	17,317.
INTEREST & DIVIDENDS THRU PARTNERSHIPS	168,961.	0.	168,961.
PINNACOL ASSURANCES	152.	0.	152.
TOTAL TO FM 990-PF, PART I, LN 4	796,563.	0.	796,563.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
UNRELATED INCOME/(LOSS) FROM ROSE SMART GROWTH INVESTMENT FUND	5	<70,751.>
UNRELATED INCOME/(LOSS) FROM ROSE SMART GROWTH INVESTMENT FUND	6	51,228.
TOTAL TO FORM 990-PF, PART I, LINE 5A		<19,523.>

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY INVESTMENT - STATEMENT ATTACHED A	PURCHASED	VARIOUS	11/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,225,831.	6,967,970.	0.	0.	<742,139.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FIDELITY INVESTMENT - STATEMENT ATTACHED A	PURCHASED	VARIOUS	11/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,122,545.	5,865,380.	0.	0.	257,165.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS DISTRIBUTIONS THRU FIDELITY INVESTMENTS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
16,712.	0.	0.	0.	16,712.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BASIS ADJUSTMENT OF 3,100 UNITS ALLIANCE BERNSTEIN HOLDING LP	PURCHASED	09/11/09	12/20/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,854.	0.	0.	0.	8,854.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BASIS ADJUSTMENT OF 900 UNITS ALLIANCE BERNSTEIN HOLDING LP	PURCHASED	09/11/09	12/20/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,562.	0.	0.	0.	2,562.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BASIS ADJUSTMENT OF 6,000 UNITS ALLIANCE BERNSTEIN HOLDING LP	PURCHASED	08/14/02	12/20/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
11,882.	0.	0.	0.	11,882.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSS ON SALE OF 10,000 UNITS ALLIANCE BERNSTEIN HOLDING LP	PURCHASED	VARIOUS	12/20/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	6,596.	0.	0.	<6,596.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ENRON CORPORATION SECURITIES LITIGATION SETTLEMENT	PURCHASED	VARIOUS	01/19/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9,472.	0.	0.	0.	9,472.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ROYAL DUCTCH SHELL SECURITIES LITIGATION SETTLEMENT	PURCHASED	VARIOUS	08/22/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41.	0.	0.	0.	41.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GAINS ON SALE THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
171,172.	0.	0.	0.	171,172.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LOSSES ON SALE THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	124,215.	0.	0.	<124,215.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1231 GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
41,682.	0.	0.	0.	41,682.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1256 GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
595.	0.	0.	0.	595.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1256 GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
397.	0.	0.	0.	397.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,466.	0.	0.	0.	7,466.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM LOSSES THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	465.	0.	0.	<465.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1256 GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3.	0.	0.	0.	3.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SECTION 1256 GAINS THRU PARTNERSHIPS	PURCHASED	VARIOUS	12/31/10

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2.	0.	0.	0.	2.

NET GAIN OR LOSS FROM SALE OF ASSETS	<345,410.>
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<345,410.>

FORM 990-PF	OTHER INCOME		STATEMENT 5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
UNRELATED INCOME THRU PARTNERSHIPS	31,162.	0.	
OTHER INCOME THRU PARTNERSHIPS	<59,920.>	<59,920.>	
SECTION 988 GAIN/(LOSS) THRU PARTNERSHIPS	<45,103.>	<45,103.>	
REIMBURSED EXPENSES	509.	0.	
IRS REFUND	9,536.	0.	
STATE REFUND	75.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<63,741.>	<105,023.>	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	31,870.	23,904.		7,966.
TO FORM 990-PF, PG 1, LN 16B	31,870.	23,904.		7,966.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	7,400.	7,400.		0.
EXCISE TAX	18,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	25,400.	7,400.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	170,685.	170,685.		0.
TELEPHONE	6,579.	0.		6,579.
OFFICE EXPENSES	7,811.	0.		7,811.
RE-AMP PROJECT	295,485.	0.		295,485.
NON-DEDUCTIBLE EXPENSES	3,643.	0.		0.
FILING FEE	449.	0.		449.
DUES & FEES	11,437.	0.		11,437.
PORTFOLIO DEDUCTIONS THRU PARTNERSHIPS	181,132.	181,132.		0.
INVESTMENT INTEREST EXPENSES THRU PARTNERSHIPS	34,174.	34,174.		0.
PORTFOLIO DEDUCTIONS THRU PARTNERSHIPS REPORTED ON FORM 990-T	36.	0.		0.
INVESTMENT INTEREST EXPENSES THRU PARTNERSHIPS REPORTED ON FORM 990-T	258.	0.		0.
CONSULTING FEES	222,189.	0.		222,189.
BOOKKEEPING	10,800.	0.		10,800.
INSURANCE	7,378.	0.		7,378.
BANK CHARGES	2,238.	0.		2,238.
TO FORM 990-PF, PG 1, LN 23	954,294.	385,991.		564,366.

FOOTNOTES | STATEMENT 9

SUPPLEMENTARY STATEMENTS

PART: XV LINE: 2 SUPPLEMENTARY INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER 501 (C) (3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS ETC. ARE MADE TO INDIVIDUALS.

SUPPLEMENTARY STATEMENTS

PART: IX-A LINE: 2 SUPPLEMENTARY INFORMATION

RE-AMP IS AN ENGAGED LEARNING COMMUNITY OF FOUNDATIONS & NON-GOVERNMENTAL/NON PROFIT ORGANIZATIONS INITIATED BY THE GARFIELD FOUNDATION TO STRATEGIZE IN A COLLABORATIVE MANNER THROUGH A SERIES OF MEETINGS AND ON-GOING INFORMATION ANALYSIS.

RE-AMP(RENEWABLE ENERGY ALIGNMENT MAPPING PROJECT) HAS LAID THE GROUNDWORK FOR A THREE-PRONGED, MULTI-STAKEHOLDER STRATEGY THAT AIMS TO CREATE A CLEAN, EFFICIENT, SECURE ENERGY SYSTEM FOR THE 21ST CENTURY IN THE UPPER MIDWEST STATES OF ILLINOIS, MINNESOTA, WISCONSIN,IOWA, NORTH DAKOTA & SOUTH DAKOTA.

THIS SYSTEM WILL PRODUCE 80% LESS GLOBAL WARMING POLLUTION WHILE REVITALIZING THE REGION'S ECONOMY OVER THE NEXT TWO DECADES.

RE-AMP ENABLES NON-PROFIT 501(C)3 ORGANIZATIONS TO DESIGN PROGRAMS THAT ARE HIGHLY COORDINATED AND FUNDERS TO POOL RESOURCES FOR THE MOST EFFECTIVE GRANT MAKING ON THE ISSUE.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
PARTNERSHIP UNREALIZED APPRECIATION	325,646.
TOTAL TO FORM 990-PF, PART III, LINE 3	325,646.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
GOVERNMENT OBLIGATIONS - SEE STMT B	X		858,281.	952,924.
TOTAL U.S. GOVERNMENT OBLIGATIONS			858,281.	952,924.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			858,281.	952,924.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SEE STMT B	8,945,851.	10,530,075.
MUTUAL FUNDS - SEE STMT B	4,106,753.	4,757,987.
PREFERRED STOCKS - SEE STMT B	114,694.	108,950.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,167,298.	15,397,012.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STMT B	3,062,461.	3,401,724.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,062,461.	3,401,724.

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
Cash and Equivalents						
	Fidelity Fund		1,033,411.35	1,033,411.35		103.34
Government Obligations						
250,000	United States Treasury Nts 4% 11/15/2012 4% Due 11/15/2012	08/30/04	248,613.25	259,150.00	10,536.75	10,000.00
300,000	US Treasury Note dtd 2/15/2006 4.5% Due 2/15/2016	05/05/08	317,871.09	346,923.00	29,051.91	13,500.00
300,000	US Treasury Note dtd 5/15/2008 3.875% Due 5/15/2018	06/19/08	291,796.88	346,851.00	55,054.12	11,625.00
Government Obligations TOTAL			**858,281.22**	**952,924.00**	**94,642.78**	**35,125.00**
Corporate Bonds						
Bonds						
100,000	CBB 8.75% Due 3/15/2018	05/03/11	97,250.00	89,000.00	(8,250.00)	8,750.00
300,000	Bottling Group LLC 4.625% Due 11/15/2012	09/27/07	294,786.00	311,316.00	16,530.00	13,875.00
250,000	HSBC Bank USA 4.625% Due 04/01/2014	03/31/06	233,980.00	255,075.00	21,095.00	11,562.50
500,000	Goldman Sachs Group Notes 5.5% Due 11/15/2014	12/31/08	471,965.00	515,885.00	43,920.00	27,500.00
250,000	Credit Suisse First Boston USA Inc. 4.875% Due 01/15/2015	05/15/06	231,982.50	257,777.50	25,795.00	12,187.50
300,000	JP Morgan Chase & Co. 5.15% Due 10/01/2015	01/01/60	301,404.00	313,137.00	11,733.00	15,450.00
250,000	Goldman Sachs Grp Inc.	04/27/06	240,915.25	253,627.50	12,712.25	13,375.00

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
	5.35% Due 01/15/2016					
300,000	Verizon Communications inc	02/05/08	308,001.00	341,865.00	33,864.00	16,500.00
	5.5% Due 04/01/2017					
500,000	British Telecom PLC Notes	01/14/09	444,325.00	539,163.50	94,838.50	29,750.00
	5.95% Due 01/15/2018					
Corporate Bonds TOTAL			**2,624,608.75**	**2,876,846.50**	**252,237.75**	**148,950.00**
Foreign Bonds						
250,000	National Australia Bank (AUD)	09/17/09	217,003.12	256,510.77	39,507.65	11,900.00
	4.76% Due 01/27/2012					
250,000	New South Wales Treasury Bond AUD	09/17/09	220,848.75	268,366.85	47,518.10	13,750.00
	5.5% Due 08/01/2014					
Foreign Bonds TOTAL			**437,851.87**	**524,877.62**	**87,025.75**	**25,650.00**
Grand Total Bonds			**3,062,460.62**	**3,401,724.12**	**339,263.50**	**174,600.00**
Community Investments						
200,000	Rudolf Steiner Foundation	10/13/06	253,488.99	208,676.89	(44,812.10)	2,000.00
	1% Due 12/31/11					
250,000	Rudolf Steiner Foundation	11/24/03	250,000.00	293,253.99	43,253.99	2,500.00
	1% Due 12/31/11					
Community Investments TOTAL			**503,488.99**	**501,930.88**	**(1,558.11)**	**4,500.00**
Preferred Stock						
5,000	Cohen & Steers Select Pfd & Income Fd	11/01/11	114,694.00	108,950.00	(5,744.00)	10,320.00

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
Common Stock						
Consumer Staples						
6,000	Procter & Gamble Co	06/13/97	209,749.16	387,420.00	177,670.84	13,488.00
Corporate Stock						
15,000	Alerian	10/26/11	240,508.50	239,550.00	(958.50)	14,965.78
Financials						
15,000	Annaly Capital Management	02/11/08	311,619.00	241,050.00	(70,569.00)	33,000.00
10,000	Annaly Capital Management	11/01/11	168,504.00	160,700.00	(7,804.00)	22,000.00
25,000	Annaly Capital Management		480,123.00	401,750.00	(78,373.00)	55,000.00
8,000	Berkshire Hathaway Del Cl B New	05/11/11	641,078.40	630,080.00	(10,998.40)	0.00
24,000	Capital Source, Inc.	05/11/09	100,567.20	154,800.00	54,232.80	960.00
16,500	Capital Source, Inc.	07/20/09	72,270.00	106,425.00	34,155.00	660.00
3,500	Capital Source, Inc.	07/20/09	15,260.00	22,575.00	7,315.00	140.00
100	Capital Source, Inc.	03/02/10	579.99	645.00	65.01	4.00
100	Capital Source, Inc.	03/02/10	579.96	645.00	65.04	4.00
100	Capital Source, Inc.	03/02/10	577.96	645.00	67.04	4.00
300	Capital Source, Inc.	03/02/10	1,736.97	1,935.00	198.03	12.00
200	Capital Source, Inc.	03/02/10	1,157.96	1,290.00	132.04	8.00
200	Capital Source, Inc.	03/02/10	1,155.84	1,290.00	134.16	8.00
500	Capital Source, Inc.	03/02/10	2,899.90	3,225.00	325.10	20.00
400	Capital Source, Inc.	03/02/10	2,311.92	2,580.00	268.08	16.00
300	Capital Source, Inc.	03/02/10	1,737.50	1,935.00	197.50	12.00
2,500	Capital Source, Inc.	03/02/10	14,475.00	16,125.00	1,650.00	100.00
2,500	Capital Source, Inc.	03/02/10	14,475.00	16,125.00	1,650.00	100.00
1,400	Capital Source, Inc.	03/02/10	8,087.00	9,030.00	943.00	56.00
7,600	Capital Source, Inc.	03/02/10	43,928.00	49,020.00	5,092.00	304.00
3,200	Capital Source, Inc.	03/02/10	18,560.00	20,640.00	2,080.00	128.00

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
2,700	Capital Source, Inc.	03/02/10	15,660.00	17,415.00	1,755.00	108.00
8,900	Capital Source, Inc.	03/02/10	51,603.98	57,405.00	5,801.02	356.00
75,000	Capital Source, Inc.		367,624.18	483,750.00	116,125.82	3,000.00
7,500	J P Morgan Chase & Company	03/03/10	314,866.50	232,275.00	(82,591.50)	9,000.00
25,000	Synovus Financial	12/24/09	53,620.00	37,250.00	(16,370.00)	1,000.00
19,600	Synovus Financial	03/02/10	55,860.00	29,204.00	(26,656.00)	784.00
5,000	Synovus Financial	03/02/10	14,050.00	7,450.00	(6,600.00)	200.00
400	Synovus Financial	03/02/10	1,139.72	596.00	(543.72)	16.00
25,000	Synovus Financial	03/09/10	69,166.27	37,250.00	(31,916.27)	1,000.00
25,000	Synovus Financial	03/09/10	69,750.00	37,250.00	(32,500.00)	1,000.00
100,000	Synovus Financial		263,585.99	149,000.00	(114,585.99)	4,000.00
10,000	Wells Fargo & Company	03/03/10	284,525.00	258,600.00	(25,925.00)	8,800.00
			2,351,803.07	**2,155,455.00**	**(196,348.07)**	**79,800.00**
Health Care						
4,300	Johnson & Johnson	07/11/97	147,732.19	278,296.00	130,563.81	10,492.00
Industrials						
10,000	ABB Ltd	03/08/10	212,120.00	189,700.00	(22,420.00)	6,928.54
2,000	General Electric Company	06/13/97	44,218.76	31,820.00	(12,398.76)	1,360.00
13,500	General Electric Company	03/08/10	221,265.00	214,785.00	(6,480.00)	9,180.00
4,500	General Electric Company	03/08/10	73,526.23	71,595.00	(1,931.23)	3,060.00
20,000	General Electric Company		339,009.99	318,200.00	(20,809.99)	13,600.00
			551,129.99	**507,900.00**	**(43,229.99)**	**20,528.54**
Information tech						
3,000	Broadcom Corp Cl A	03/15/11	118,150.80	91,035.00	(27,115.80)	1,200.00

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 **674-931780**

STATEMENT B

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
7,000	Broadcom Corp Cl A	05/12/11	242,079.60	212,415.00	(29,664.60)	2,800.00
5,000	Broadcom Corp Cl A	07/26/11	192,739.50	151,725.00	(41,014.50)	2,000.00
15,000	Broadcom Corp Cl A		552,969.90	455,175.00	(97,794.90)	6,000.00
6,400	Check Point Software Tech	04/20/10	227,911.24	354,176.00	126,264.76	0.00
1,600	Check Point Software Tech	04/20/10	56,967.95	88,544.00	31,576.05	0.00
8,000	Check Point Software Tech		284,879.19	442,720.00	157,840.81	0.00
14,500	Elster Group ADS	10/27/11	221,225.05	186,760.00	(34,465.05)	0.00
500	Google Inc. A	10/09/09	260,164.45	299,695.00	39,530.55	0.00
500	Google Inc. A	09/22/10	257,196.00	299,695.00	42,499.00	0.00
1,000	Google Inc. A		517,360.45	599,390.00	82,029.55	0.00
3,500	Int'l Business Machines	03/31/97	129,422.12	658,000.00	528,577.88	11,900.00
15,000	Microsoft Corp Wash	09/28/09	390,447.00	383,700.00	(6,747.00)	12,000.00
3,750	Microsoft Corp Wash	11/05/09	107,780.62	95,925.00	(11,855.62)	3,000.00
1,250	Microsoft Corp Wash	12/28/10	35,138.25	31,975.00	(3,163.25)	1,000.00
20,000	Microsoft Corp Wash		533,365.87	511,600.00	(21,765.87)	16,000.00
			2,239,222.58	**2,853,645.00**	**614,422.42**	**33,900.00**
Materials						
3,000	Airgas Inc	12/22/10	183,366.36	230,850.00	47,483.64	4,800.00
1,600	Airgas Inc	12/30/10	100,116.96	123,120.00	23,003.04	2,560.00
400	Airgas Inc	12/30/10	25,032.00	30,780.00	5,748.00	640.00
3,000	Airgas Inc	03/15/11	187,409.40	230,850.00	43,440.60	4,800.00
8,000	Airgas Inc		495,924.72	615,600.00	119,675.28	12,800.00
10,000	Orocobre Ltd	01/19/11	39,267.00	14,998.60	(24,268.40)	0.00

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
200	Praxair Incorporated	04/20/10	17,535.35	20,400.00	2,864.65	440.00
200	Praxair Incorporated	04/20/10	17,531.40	20,400.00	2,868.60	440.00
200	Praxair Incorporated	04/20/10	17,529.60	20,400.00	2,870.40	440.00
3,214	Praxair Incorporated	04/20/10	281,758.52	327,828.00	46,069.48	7,070.80
700	Praxair Incorporated	04/20/10	61,367.60	71,400.00	10,032.40	1,540.00
486	Praxair Incorporated	04/20/10	42,592.07	49,572.00	6,979.93	1,069.20
5,000	Praxair Incorporated		438,314.54	510,000.00	71,685.46	11,000.00
5,000	SPRD@ Gold Trust	01/29/09	441,639.50	850,650.00	409,010.50	250 00
4,950	Silver Trust iShares	07/25/08	85,177.62	158,400.00	73,222.38	0.00
15,000	Silver Trust iShares	02/04/09	186,592.50	480,000.00	293,407.50	0.00
19,950	Silver Trust iShares		271,770.12	638,400.00	366,629.88	0.00
2,000	The Mosaic Company	01/12/11	155,874.40	105,520.00	(50,354.40)	2,000.00
2,875	The Mosaic Company	01/21/11	215,471.48	151,685.00	(63,786.48)	2,875.00
4,875	The Mosaic Company		371,345.88	257,205.00	(114,140.88)	4,875.00
			2,058,261.76	**2,886,853.60**	**828,591.84**	**28,925.00**
Telecommunication						
32,650	Telenor AS Shs	02/11/11	511,955.18	557,505.28	45,550.10	28,079.00
10,000	Verizon Communications	03/14/11	351,574.00	377,300.00	25,726.00	20,000.00
5,000	i Shr S&P Global Telecom	11/01/11	283,915.00	286,150.00	2,235.00	14,459.97
			1,147,444.18	**1,220,955.28**	**73,511.10**	**62,538.97**
Common Stock TOTAL			**8,945,851.43**	**10,530,074.88**	**1,584,223.45**	**264,638.29**

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
Warrants and Rights						
526	Mirant Shares In Escrow	02/22/06	460.23	0.00	(460.23)	0.00
Mutual Funds						
19,874.40	Harding Loevner Emerging Mkt	03/08/05	629,392.21	869,703.66	240,311.45	6,862.63
41,495.72	Matthews Asia Pacific Equity Income	03/08/10	531,553.80	524,920.88	(6,632.92)	14,544.67
37,643.69	Matthews Asian Growth Income Fund	01/13/03	400,397.26	607,192.67	206,795.41	15,234.78
Mutual Funds TOTAL			**1,561,343.27**	**2,001,817.21**	**440,473.94**	**36,642.08**
Mutual Bond Funds						
48,346.38	Pimco Emerging Local Bond Fund	10/19/10	540,955.00	495,066.89	(45,888.11)	22,805.18
46,167.00	TCW Core Fixed Income I	10/25/11	502,809.60	500,911.97	(1,897.63)	14,473.36
45,145.67	Vanguard GNMA	10/25/11	501,609.75	503,825.67	2,215.92	15,236.12
87,796.31	Vanguard Inflation Protected Secs	12/05/08	1,000,035.00	1,256,365.24	256,330.24	31,957.86
Mutual Bond Funds TOTAL			**2,545,409.35**	**2,756,169.77**	**210,760.42**	**84,472.52**
Grand Total of Mutual Funds			**4,106,752.62**	**4,757,986.98**	**651,234.36**	**121,114.60**
TOTAL			**18,625,400.46**	**21,287,002.21**	**2,661,601.75**	**610,401.23**

STATEMENT B

Portfolio Evaluation for
Garfield Foundation
November 30, 2011 674-931780

Quantity	Security Description	Purchase Date	Original Cost	Current Value	Gain/ (-Loss)	Annual Income
SPECIAL HOLDINGS						
Fund of Funds						
2,688,401	Excalibur Partners	01/01/05	2,549,173.00	2,575,186.07	26,013.07	0.00
2,728,817	Nothung Partners, LLP	01/01/05	1,751,679.00	1,744,468.36	(7,210.64)	0.00
			4,300,852.00	**4,319,654.43**	**18,802.43**	**0.00**
Equity Funds						
4,418,338	Highwater Global Fund, LLC	08/31/05	1,470,081.00	1,501,142.71	31,061.71	0.00
1,568,516	What If Fund, LLC A	10/01/07	876,858.00	1,070,748.75	193,890.75	0.00
			2,346,939.00	**2,571,891.46**	**224,952.46**	**0.00**
Partnerships						
843,475	Fir Tree Recovery Fund	06/30/03	1,624,475.00	1,690,094.47	65,619.47	0.00
2,095	Libra Offshore Limited	06/30/03	581,873.72	3,625,061.45	3,043,187.73	0.00
100,000	Longacre (LCP) SPV IV LLC	06/30/03	51,529.32	62,170.20	10,640.88	0.00
500,000	Monsoon India Inflection Fund 2	12/30/03	513,370.00	319,427.50	(193,942.50)	0.00
100,000	Walnut Street Absolute Return Fund	01/01/06	18,139.00	71,402.50	53,263.50	0.00
1,000	Rose Smart Growth Fund	09/01/07	376,515.34	408,592.00	32,076.66	0.00
			3,165,902.38	**6,176,748.12**	**3,010,845.74**	**0.00**
GRAND TOTAL			**28,439,093.84**	**34,355,296.22**	**5,916,202.38**	**610,401.23**

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 14
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
RUDOLF STEINER FOUNDATION	COST	503,489.	501,931.
FIR TREE RECOVERY FUND	COST	1,624,475.	1,690,094.
LIBRA OFFSHORE LIMITED	COST	581,874.	3,625,061.
ROOT CAPITAL	COST	0.	0.
EXCALIBUR PARTNERS LLP	COST	2,549,173.	2,575,186.
NOTHUNG PARTNERS LLP	COST	1,751,679.	1,744,468.
HIGHWATER GLOBAL FUND LLC	COST	1,470,081.	1,501,143.
MONSOON INDIA INFLECTION FUND	COST	513,370.	319,428.
WALNUT STREET ABSOLUTE RETURN FUND	COST	18,139.	71,403.
WARRANTS & RIGHTS	COST	460.	0.
WHAT IF FUND LLC	COST	876,858.	1,070,749.
ROSE SMART GROWTH INVESTMENT I LP	COST	376,515.	408,592.
10,000 UNITS ALLIANCE BERNSTEIN HOLDING LP	COST	0.	0.
LONGACRE (LCP) SPV IV, LLC	COST	51,529.	62,170.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,317,642.	13,570,225.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 15
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	6,323.	2,463.	3,860.
FURNITURE & FIXTURES	1,470.	1,470.	0.
VIEWSONIC17".26 SVGA COLOR MONITOR	394.	394.	0.
PENTIUM III 800MHZ COMPUTER	2,185.	2,185.	0.
HP DESKJET 1250CSE COLOR PRINTER	675.	675.	0.
PROGRAM EQUIPMENT	1,872.	1,872.	0.
SOFTWARE	6,280.	6,280.	0.
SOFTWARE	4,606.	4,606.	0.
FURNITURE & FIXTURES	1,729.	1,729.	0.
FURNITURE & FIXTURES	1,446.	1,446.	0.
PROGRAM EQUIPMENT	895.	895.	0.
PROGRAM EQUIPMENT	1,910.	1,910.	0.
PROGRAM EQUIPMENT	3,512.	3,512.	0.
PROGRAM EQUIPMENT - LCD PROJECTOR	1,126.	1,072.	54.
FURNITURE & FIXTURES	1,188.	770.	418.
TOTAL TO FM 990-PF, PART II, LN 14	35,611.	31,279.	4,332.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 16
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

JENNIFER DOWNING / PROGRAM ASSISTANT
89 NORTH WATER STREET
NEW BEDFORD, MA 02740

TELEPHONE NUMBER

508-997-3199

FORM AND CONTENT OF APPLICATIONS

QUALIFYING NON-PROFIT ORGANIZATIONS WISHING TO INQUIRE ABOUT APPLYING FOR A GRANT MUST SEND A BRIEF E-MAIL SUMMARIZING THE PROJECT CONCEPT TO INQUIRY@GARFIELDFOUNDATION.ORG. IF THE ORGANIZATION IS INVITED TO APPLY FOR A GRANT, THE FOUNDATION WILL PROVIDE SPECIFIC PROPOSAL GUIDELINES.

ANY SUBMISSION DEADLINES

PROPOSAL SUBMISSION DEADLINES VARY PER APPLICANT.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE FOUNDATIONS AWARDS GRANTS IN TWO KEY AREAS: ENVIRONMENTAL SUSTAINABILITY AND COMMUNITY REVITALIZATION, AND SUPPORTS PROJECTS PRIMARILY WITHIN THE UNITED STATES, WITH THE EXCEPTION OF ITS BIODIVERSITY CONSERVATION PROGRAM, WHICH FOCUSES ON THE GRAN CHACO OF SOUTH AMERICA.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 17

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AGRO XXI (STRENGTHENING RURAL AND ASSOCIATIONS TO CONSERVE BIODIVERSITY) - AVENIDA INGAVI ENTRE CALLE COCHABAMBA Y BARRAU, VILLA MONTES DEPARTAMENTO DE T	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	10,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,000.
AUTRY NATIONAL CENTER OF THE AMERICAN WEST 4700 WESTERN HERITAGE WAY LOS ANGELES, CA 90027	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,000.
BOSTON LOCAL DEVELOPMENT CORPORATION 43 HAWKINS STREET BOSTON, MA 02114	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	30,000.
BUDDHAYANA FOUNDATION 204 SPRING STREET MARION, MA 02738	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	500.
CENTER FOR CIVIC POLICY 323 ATLANTIC AVE SW ALBUQUERQUE, NM 87102	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
CITY WORKS 122 WEST STATE STREET TRENTON, NJ 08608	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	150,000.
CLEAN WATER FUND 1010 VERMONT AVE NW NO 400 WASHINGTON, DC 20005	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	35,000.

CLEAN WISCONSIN 634W MAIN ST. NO 300 MADISON, WI 53703	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	100,000.
COLLECTIVE HERITAGE INSTITUTE / BIONEERS 1607 PASEO DE PERALTA, SUITE 3 SANTA FE, NM 87501	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
COMMUNITY ECONOMIC DEVELOPMENT CENTER 1285 ACUSHNET AVE NEW BEDFORD, MA 02740	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	10,000.
COMMUNITY FOUNDATION OF SE MASSACHUSETTS 63 UNION STREET NEW BEDFORD, MA 02740	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	30,000.
CONSULTATIVE GROUP FOR BIO DIVERSITY P.O. BOX 29361 SAN FRANCISCO, CA 94129	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	15,000.
CONSUMERS FOR DENTAL CHOICE 316 F ST, N.E., SUITE 212 WASHINGTON, DC 20002	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
DANCE RING/ NY THEATER BALLET 30 EAST 31ST STREET NEW YORK, NY 10016	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,750.
DORCHESTER BAY ECONOMIC DEVELOP. COUNCIL 594 COLUMBIA ROAD DORCHESTER, MA 02125	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
ENERGY FOUNDATION 301 BATTERY STREET, FL 5 SAN FRANCISCO, CA 94111	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
ENVIORNMENTAL GROUP OF COAL CREEK CANYON PO BOX 7014 GOLDEN, CO 80403	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	3,500.

FOUNDATION OF MORRIS HALL 2381 LAWRENCEVILLE RD LAWRENCEVILLE, NJ 08648	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,500.
FRESH ENERGY 408 ST. PETER STREET, SUITE 220 SAINT PAUL, MN 55102	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	140,000.
FUNDACION URUNDEI CALLE VICENTE LOPE 477 SALTA, ARGENTINA 4400	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	85,000.
FUNDACION URUNDEI CALLE VICENTE LOPE 477 SALTA, ARGENTINA 4400	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	157,000.
FUNDACION YANGAREKO AVENIDA CRISTOBAL DE MENDOZA SANTA CRUZ, BOLIVIA	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	40,000.
FUNDACION YANGAREKO AVENIDA CRISTOBAL DE MENDOZA SANTA CRUZ, BOLIVIA	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	39,000.
FUNDACION YANGAREKO AVENIDA CRISTOBAL DE MENDOZA SANTA CRUZ, BOLIVIA	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	110,000.
FUNDER'S NETWORK FOR SMART GROWTH 1500 SAN REMO AVENUE, SUITE #249 CORAL GABLES, FL 33146	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
GEORGIA O'KEEFE MUSEUM 217 JOHNSON STREET SANTA FE, NM 87501	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,000.
GIRAFFE PROJECT P.O. BOX 759 LANGLEY, WA 98260	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,000.

GOV'T ACCOUNTABILITY PROJECT 1612 K STREET, NW, SUITE 1100 WASHINGTON, DC 20006	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	2,500.
GREENPEACE FUND 702 H STREET,NW WASHINGTON, DC 20001	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	5,000.
INITIATIVE FOR COMPETITIVE INNER CITY INC 200 HIGH STREET, 3RD FL BOSTON, MA 02110	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	30,000.
INTERISE, INC 1 MILK STREET, 2ND FL BOSTON, MA 02109	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	75,000.
INTERNATIONAL HONORS PROGRAM 566 COLUMBUS AVENUE BOSTON, MA 02118	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	5,000.
IRONBOUND COMMUNITY CORPORATION 179 VAN BUREN STREET NEWARK, NJ 07105	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	100,000.
LA CASA DE DON REDRO 75 PARK AVENUE NEWARK, NJ 07104	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
LINCOLN PARK/COAST CULTURAL DISTRICT, INC 450 WASHINGTON STREET NEWARK, NJ 07102	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
LIONHEART FOUNDATION P.O. BOX 170115 BOSTON, MA 02117	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	500.
NATURAL RESOURCES DEFENSE COUNCIL 40 WEST 20TH STREET NEW YORK, NY 10011	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	130,000.

NEW ENGLAND CLEAN ENERGY COUNCIL 10 HIGH STREET, STE 610 BOSTON, MA 02110	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
NEW PARTNERS FOR COMMUNITY REVITALIZATION, INC 150 HILLPARK AVE GREAT NECK, NY 11021	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
NEWARK ALLIANCE 744 BROAD STREET NEWARK, NJ 07102	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
NEW YORK UNIVERSITY LANGONE MEDICAL CENTER 550 FIRST AVE NEW YORK, NY 10016	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	20,000.
OXFORD TERRACE BAPTIST CHURCH P.O. BOX 13-560, ARMAGH CHRISTCHURCH, NEW ZEALAND, NEW ZEALAND 8141	GENERAL CHARITABLE	PUB. CHARITY	10,000.
PASSAGE THEATER COMPANY P.O. BOX 967 TRENTON, NJ 08605	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	1,750.
PLANNED PARENTHOOD, LOS ANGELES 400 WEST 30TH STREET LOS ANGELES, CA 90007	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	2,500.
POPULATION CONNECTION 2120 L STREET, NW, STE 500 WASHINGTON, DC 20037	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	5,000.
PRINCETON HEALTHCARE SYSTEM FD 253 WITHERSPOON STREET PRINCETON, NJ 08540	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	15,000.
R.W.J. UNIVERSITY HOSPITAL FOUNDATION 10 PLUM STREET, STE 910 NEW BRUNSWICK, NJ 08901	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	30,000.

RAINFOREST ACTION NETWORK 221 PINE STREET, FL 5 SAN FRANCISCO, CA 94104	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	10,000.
RISING TIDE CAPITAL P.O. BOX 225 COLONIA, NJ 07067	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
ROCKEFELLER FAMILY FUND 475 RIVERSIDE DR, SUITE 900 NEW YORK, NY 10115	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	750,000.
SANT BANI SCHOOL 19 ASHRAM ROAD SANBORNTON, NH 03269	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	5,000.
SIERRA CLUB FOUNDATION 85 SECOND ST. SAN FRANCISCO, CA 94105	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
SOUTHCOAST HEALTH SYSTEM 101 PAGE STREET NEW BEDFORD, MA 02740	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	2,500.
SOUTHERN CALIFORNIA LIBRARY 6120 S VERMOUNT AVE LOS ANGELES, CA 90044	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	3,000.
TELLUS INSTITUTE INC. 11 ARLINGTON ST. BOSTON, MA 02116	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	40,000.
THE BOSTON FOUNDATION INC. 75 ARLINGTON STREET BOSTON, MA 02116	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
THE MARION INSTITUTE 202 SPRING ST MARION, MA 02738	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	41,025.

THE MUSTARD SEED FOUNDATION PO BOX 88 WASHINGTON, VA 22747	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	7,500.
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA 94129	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	170,000.
TREE PEOPLE INC. 12601 MULHOLLAND DRIVE BEVERLY HILLS, CA 90210	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	68,000.
TRENTON AREA SOUP KITCHEN P.O. BOX 872 72 1/2 ESCHER STREET TRENTON, NJ 08605	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	5,000.
WILDLIFE WAYSTATION 14831 LITTLE TUJUNGA CANYON RD SYLMAR, CA 91342	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
WOMEN'S FUND OF SOUTHEASTERN MASSACHUSETTS 63 UNION STREET NEW BEDFORD, MA 02740	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	10,000.
WOMEN'S WILDERNESS INSTITUTE 5723 ARAPAHOE STE 1B BOULDER, CO 80303	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	2,000.
ALLIANCEBERNSTEIN HOLDING LP 1345 AVENUE OF THE AMERICAS NEW YORK, NY 10005	THRU K-1 THRU K-1	THRU K-1	81.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			3,158,606.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CITY WORKS 122 WEST STATE STREET TRENTON, NJ 08608	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	150,000.
CLEAN WATER FUND 1010 VERMONT AVE NW NO 400 WASHINGTON, DC 20005	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
CLEAN WISCONSIN 634W MAIN ST. NO 300 MADISON, WI 53703	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	100,000.
CONSUMERS FOR DENTAL CHOICE 316 F ST, N.E., SUITE 212 WASHINGTON, DC 20002	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	50,000.
INTERISE, INC 1 MILK STREET, 2ND FL BOSTON, MA 02109	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	100,000.
IRONBOUND COMMUNITY CORPORATION 179 VAN BUREN STREET NEWARK, NJ 07105	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	100,000.
MICHIGAN ENVIORNMENTAL COUNCIL 119 PERE MARQUETTE DR, SUITE 2A LANSING, MI 48912	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	60,000.
NEWARK ALLIANCE 744 BROAD STREET NEWARK, NJ 07102	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.

RISING TIDE CAPITAL P.O. BOX 225 COLONIA, NJ 07067	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
ROCKEFELLER FAMILY FUND 475 RIVERSIDE DR, SUITE 900 NEW YORK, NY 10115	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	500,000.
TIDES CENTER P.O. BOX 29907 SAN FRANCISCO, CA 94129	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	120,000.
TRUSTEES OF BOSTON COLLEGE 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467	PUB. CHARITY GENERAL CHARITABLE	PUB. CHARITY	25,000.
EUROPEAN ENVIORNMENTAL BUREAU 34, BD DE WATERLOO BRUSSELS, BELGIUM B-1000	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	10,000.
FUNDACION URENDEI CALLE VICENTE LOPE 477 SALTA, ARGENTINA 4400	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	70,000.
FUNDACION YANGAREKO AVENIDA CRISTOBAL DE MENDOZA SANTA CRUZ, BOLIVIA	FOREIGN PUB. CHARITY GENERAL CHARITABLE	FOREIGN PUB. CHARITY	50,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			1,410,000.

Form **4562** Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)
▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172
2010
Attachment Sequence No 67

Name(s) shown on return	Business or activity to which this form relates	Identifying number
THE GARFIELD FOUNDATION C/O RAICH ENDE MALTER & CO. LLP	FORM 990-PF PAGE 1	22-2285358

Part I Election To Expense Certain Property Under Section 179 **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2009 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2011. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (**Do not** include listed property)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (**Do not** include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2010	17	542.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2010 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27 5 yrs.	MM	S/L	
	/		27 5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2010 Tax Year Using the Alternative Depreciation System

(a) Classification of property	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr.	22	542.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

016251 12-21-10 LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2010)

THE GAR[illegible]LD FOUNDATION
Form 4562 (2010) C/O RAI[illegible] ENDE MALTER & CO. LLP 22-2285358 Page 2

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2010 tax year					
43 Amortization of costs that began before your 2010 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS	031201	SL	27.50	17	6,323.			6,323.	2,233.		230.
2	FURNITURE & FIXTURES	030801	200DB	7.00	17	1,470.			1,470.	1,470.		0.
3	VIEWSONIC17".26 SVGA COLOR MONITOR	071601	200DB	5.00	17	394.			394.	394.		0.
4	PENTIUM III 800MHZ COMPUTER	012201	200DB	5.00	17	2,185.			2,185.	2,185.		0.
5	HP DESKJET 1250CSE COLOR PRINTER	012201	200DB	5.00	17	675.			675.	675.		0.
6	PROGRAM EQUIPMENT	100202	200DB	5.00	17	1,872.			1,872.	1,872.		0.
7	SOFTWARE	071502	200DB	3.00	17	6,280.			6,280.	6,280.		0.
8	SOFTWARE	102902	200DB	3.00	17	4,606.			4,606.	4,606.		0.
9	FURNITURE & FIXTURES	033103	200DB	7.00	17	1,729.			1,729.	1,729.		0.
10	FURNITURE & FIXTURES	082903	200DB	7.00	17	1,446.			1,446.	1,446.		0.
11	PROGRAM EQUIPMENT	121302	200DB	5.00	17	895.			895.	895.		0.
12	PROGRAM EQUIPMENT	051804	200DB	5.00	17	1,910.			1,910.	1,910.		0.
13	PROGRAM EQUIPMENT	111704	200DB	5.00	17	3,512.			3,512.	3,512.		0.
14	PROGRAM EQUIPMENT - LCD PROJECTOR	042407	200DB	5.00	17	1,126.			1,126.	927.		145.
15	FURNITURE & FIXTURES	093008	200DB	7.00	17	1,188.			1,188.	603.		167.
	* TOTAL 990-PF PG 1 DEPR					35,611.		0.	35,611.	30,737.	0.	542.

028102 05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) ***The name and address of the grantee:***

Fundacion Yangareko
Project: Strengthening institutional actions for successful transition
from Garfield Foundation funding
Avenida Cristobal De Mendoza, oficina 142
Santa Cruz, Bolivia

(II) **The date and the amount of the grant:**

June 7, 2011 $90,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

June 15, 2011 $40,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

None prior to 11/30/2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

None prior to 11/30/2011

GARFIELD FOUNDATION

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundación Yangareko for its project, ***Strengthening Institutional Actions for a Successful Transition from Garfield Foundation Funding***. This final grant will conclude the institutional relationship with Garfield Foundation by attending to administrative necessities, transitioning management, and data storage, ensuring organizational capacity is strong; and continued mentoring of local organizations through 2012. This grant also supports activities of the Upriver (Pilcomayo)-Downriver (Parapeti) Project.

Fundación Yangareko has been designated the recipient of the U S. $90,000 award to be utilized for the designated purpose between **June 1, 2011 – December 31, 2012.**

Payment & Report Schedule:

Payments

- $40,000 – June 2011
- $50,000 - March 2012

** The second grant installment is contingent on receipt and favorable review of required progress reports.*

Reports

- *FY 2012* projected operating budget due by **15 February 2012**
- *FY 2011* organizational expenditure report due by **15 February 2012**
- *Interim* narrative & project expenditure reports due by **15 March 2012** *(covering eight months, June 1, 2011 – February 28, 2012)*
- *Final* narrative & project expenditure reports due by **15 February 2013** *(covering the full grant period June 1, 2011 – December 31, 2012)*
- *FY 2012* organizational expenditure report due by **15 February 2013**

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

Organizational expenditure reports will detail all expenses incurred by Fundación Yangareko during the associated fiscal year in accordance with the operations budget. All income (i e , private, government and in-kind contributions) generated for the organization during the fiscal year will also be reported.

Project expenditure reports will detail all expenses occurring during the grant period in accordance with the approved project budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported.

The final report should confirm that the capital equipment purchased with grant funds has not been used for any purpose proscribed by the terms of the agreement and make reference to the ultimate disposition of such equipment for specific charitable, scientific, literary or educational purposes.

Because Fundación Yangareko is a registered non-profit, non-governmental organization in Bolivia but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal

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89 North Water Street · New Bedford, MA 02740 · Tel 508-997-3199 · Fax 508-997-3122
www.garfieldfoundation.org

Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. Fundación Yangareko was created in 2001, and is operated exclusively for charitable [or educational] purposes. The activities of Fundación Yangareko as relevant to this grant include:

   - Thru the end of 2012, continue work to replicate its local watershed management planning and grassroots organization processes in the Upriver-Downriver Project;
   - In an effort to help strengthen their biodiversity conservation and sustainable development efforts and fundraising capacity, continue to advise and provide technical assistance to ally organizations especially CABI, Yeporaka, and CGRB;
   - Facilitate internal (for Yangareko staff) workshops and strategic planning to determine steps for the short and medium-term management and programming;
   - With the Yangareko board and technical team, analyze past accomplishments, body of data collected and lessons learned during the first decade of Yangareko's existence and articulate a mission and work plan that will frame Yangareko's future;
   - Develop a plan for the practical use of data collected during the last eight years and put it into action no later than mid-year 2012;
   - Establish a new board and staff structure that will most efficiently take advantage of the new opportunities for indigenous collaboration; and,
   - Attend to administrative details that will allow Yangareko to meet obligations as mandated under new Bolivian laws.

   ** Please refer to the proposal for the details of activities and budget associated with this grant.*

2. Fundación Yangareko has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundación Yangareko were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundación Yangareko is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundación Yangareko:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundación Yangareko's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundación Yangareko has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling Fundación Yangareko to complete the activities described in detail in the attached proposal. Fundación Yangareko will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

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5. Fundación Yangareko will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. Fundación Yangareko will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Fundación Yangareko agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Fundación Yangareko has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundación Yangareko. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundación Yangareko. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by Fundación Yangareko after the effective date of any notice of termination. Upon its effective date, Fundación Yangareko shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundación Yangareko shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Fundación Yangareko agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Fundación Yangareko may modify this agreement.

11. Fundación Yangareko agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

    b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

    c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

    d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B)

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On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 6/7/11 Jennie Curtis

Fundación Yangareko hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Casilla de Correos No. 3455
Avenida Cristobal de Mendoza No. 246
Edificio La Casona Oficina No. 142
Santa Cruz
Bolivia

Executive Director, Juan Alejo Zarzycki

Date: June 09/2011

Fundación
Yangareko

PROPOSAL TO
THE GARFIELD FOUNDATION

Strengthening Institutional Actions for Successful Conclusion of Activities With Support from Biodiversity Program of Garfield Foundation

FUNDACIÓN YANGAREKO
Santa Cruz – Bolivia
April 2011

Cover Sheet with General Information
Project: Strengthening Institutional Actions for Successful Conclusion of Activities With Support from Biodiversity Program of Garfield Foundation
Organizactón: Fundación Yangareko
Office: Avenida Cristóbal de Mendoza 246 - Oficina 142- Santa Cruz, Bolivia. Telefax: (591) (3) 3454032. Mail: yangareko@yahoo.com
Location of activities: Chaco
Amount: $ 90,000 ($40.000 first payment; $50.000 second payment)
Duration: June 2011 - December 2012

Executive Summary

This proposal emerges as Yangareko's long partnership with Garfield Foundation is coming to an end after building many strong grassroots-based alliances with local county governments in the Bolivian Gran Chaco. It also emerges at a point where Yangareko must adapt itself as an institution to the new Bolivian Constitution and the new laws that have changed the environment in which NGOs and local communities engage in Bolivia. In short, Yangareko is having to re-organize itself away from the consultant team model by which it worked efficiently in the past toward a standard employee with benefits model and meeting the Bolivian government's across the board mandate to raise all salaries by 10% as of January 2011. Yangareko is also re-organizing itself to reflect the indigenous assumption of roles that had been discouraged in the past - including the possibility of executive director and board membership. The challenges are to re-organize, adapt to the continuing inflation of costs, and at the same time respond to the opportunity to upscale the Parapeti watershed work to involve all six counties along the Parapeti (expanding from the four where Yangareko worked in the past). This opportunity vastly expands the outcomes that can be hoped to be achieved by the Upriver-Downriver project which only assumed it would be possible to start at the level of one TCO downriver in one or two additional counties. The upriver-downriver project had low funding for the first year to enable approach to the different actors and explore the possible outcomes to be targeted in the second year This exploratory phase opened up the possibility of the eight county alliance, the ideal coordinating structure for managing the entire Parapeti watershed, and an excellent final result from Garfield's ten years of support in the Gran Chaco

Since the initiation of its work, supported by Garfield Foundation, Yangareko has focused on territorial planning, first in the Parapeti river watershed and later in the Pilcomayo river watershed.

In Huacareta Yangareko assisted the consolidation of the Protected Area Natural de Manejo Integrado Municipal - Cordillera de los Milagros in its entire extension, spanning from the Parapeti basin to the Pilcomayo basin, to enforce and attend with efficiency the issues related to conservation of biodiversity, accompanying the environmental recovery in degraded areas involving communities, and using the technical tools of zonification and basic management plans for planning and trainings in surrounding areas.

The project focused on the municipio of Huacareta (788,000 acres, largely forested, with a population of 12,000 people), where work was begun in the Parapeti basin as a geographic area, ecologically and biologically rich containing contrasting elements and ectotonal transitional zone in between the two watersheds. As the Cordillera de los Milagros Municipal Protected Area is the mountain ridge point of linkage between the two watersheds/basins, there were important biodiversity reasons to continue to work moving down Parapeti area, and also to the Pilcomayo in order to increase protection and management of the biodiverse areas.

Highlights of the results of those projects include: Land Use Management Plan for the Bañado River Watershed in Monteagudo municipio, Land Use Zonification of the Area of Influence of the Parapeti River in Municipio Villa Vaca Guzmán (Muyupampa); Land Use Zonification of the Area of Influence of the Parapeti River in the Municipio San Pablo de Huacareta; Land Use Zonification of the Area of Influence of the Ñacamiri – Añimbo Watershed (Pilcomayo Basin); and Land Use Zonification in Rosario del Ingre in the Pilcomayo Watershed Area.

At organizational level, Yangareko worked in the constitution and strengthening of the Bañado Watershed Committee (Comité de Gestión Intercomunal de la Cuenca del río Bañado- CGRB), and supported the creation of the Area Natural de Manejo Integrado de la Subcuenca del río Bañado in Monteagudo municipio; strengthening of the Environmental and Natural Resources Projects Unit of the municipal government focusing on protection of the Reserva Municipal Cordillera de los Milagros of San Pablo de Huacareta, and strengthening of the Parapeti Watershed Committee (Comité de Seguimiento Intercomunal de la Cuenca del río Parapetí - Huacareta).

The projects also achieved: strengthening of the Environmental Unit of the Mancomunidad of Municipios of the Chaco de Chuquisaca (MMCH); enhanced interest of the Monteagudo municipio government to strengthen the Interinstitutional Commission of the Environment (CIMA) to encourage better collaboration among projects and institutions and the Integrated Management Project of the Sauces-Zapallar Micro-watershed, to develop pilot experiences; and the realization of studies on the Perception of Communities in relation to Environmental Risks, diagnostic on industrial forestry, and a study on the relations between projects and communities, as well as other many other activities and results at specific locations for the 37 communities of the Bañado Watershed, as detailed in project reports to the Garfield Foundation.

The activities were within several components, beginning with studies to understand and document the situations in which are living the indigenous and campesino communities, including the relations with the haciendas of the area of Parapeti and the Pilcomayo, focused in strengthen organizational initiatives of civil society, strengthen the sub-alcaldias (sub-county district governments), work with communities on reforestation and recuperation of degraded areas, among others.

For the Pilcomayo Watershed, were included neighboring municipios and provinces, in order to support the indigenous people whose lives are linked to the Pilcomayo (Weenhayek in Bolivia and Wichi in Argentina) to support a Weenhayek initiative to establish relationships via specific families of the Weenhayek, who live downriver from the Huacareta municipio, near to Villa Montes, to support their initiatives and work of a cultural and intra-cultural natural with their Argentine counterparts and with other peoples who are concerned about the Pilcomayo, in order to strengthen the trinational Chaco indigenous movement.

In relation to monitoring work, Yangareko has mapped and periodically monitored the Bolivian Chaco for threats and impacts, as well as entered into bordering provinces of Bolivia and Paraguay To achieve a base map, derived from ground-truthing permanently is almost impossible, but nonethless the monitoring information that has been distributed to the county government was in turn used as statistics regarding environmental changes in their own official county documents.

Yangareko also contributed to scientific research through an agreement with the Universidad San Francisco Xavier de Chuquisaca, to collect botanical specimens in the counties of Huacareta, Entre Rios, Villa Montes and Charagua. The specimens are being identified at the Herbarium in Sucre, but a large number could not be identified there, some of those were identified at the National Herbarium in La Paz

Two projects focused on institutional networking. Collaboration with the Comite del Gran Chaco enabled that trinational network to meet and share insights. And the regional Coloquios project enabled Yangareko to facilitate the exchange of experiences and diverse discussions around important topics related to environmental wellbeing, protected areas, indigenous territories, and other diverse topics of interest to academics, indigenous representatives, and wildlife specialists.

Yangareko is currently focusing on institutional strengthening of local governments and grassroots organizations in the Middle and Lower Parapeti in Charagua in Santa Cruz department (state) and in the Pilcomayo River watershed in Tarija Department (state). Additional effort is critically needed to establish a relationship between the counties of Azurduy, Huacareta, Monteagudo y Villa Vaca Guzmán in Chuquisaca department (state) and Camiri, Charagua, Pailón y San José de Chiquitos in Santa Cruz department (state), all eight counties have interests in good watershed management of the Parapeti. The efforts in this watershed are directed principallly toward the survival of Kaa Iya National Park of the Gran Chaco, which depends on the Parapeti River for water.

In relation to the current situation in the country, those private institutions with classic orientations toward social development and which have worked long to prevent desequilibrium in the past, are now waiting to see the direction that the country is going to take, as the current direction is inconsistent and contradictory in its discourse regarding conservation, development and economic growth. Indigenous organizations are trying to see how they can relate to government in new ways (as identified in the Local Initiatives 3 project). Grassroots organizations are also vacilating and waiting to see where and how/where to present their needs/demands although they are identified with the representativity of the government.

This situation positions Yangareko to take positive action in accord with the strategy determined some years ago, to maintain a direct relationship with county governments and from there with grassroots and indigenous organizations. Yangareko founders made the decision to step down and renew the board membership after these first ten years, and to renew it in relation to the new Bolivian context.

The amount requested is $90,000 ($40,000 first year; $50,000 second year) for the period from June 2011 to December 2012.

The proposal

Introduction. The principal objective of this proposal is to achieve a level of institutional strengthening that will permit Yangareko to take action within the current situation of the country while at the same time broadening the international relations of Yangareko, to bring in other sources of funding and thereby maintain a sustained rhythm of coordinated county and watershed planning

During this period, Yangareko will make a significant effort to prepare and circulate attractive proposals, and will also need to be explaining why Garfield has discontinued its assistance after ten years because that is a question that will be asked.

The specific objectives of the proposal are:

- Conclude the institutional relationship with Garfield and the personnel who were dependent on Yangareko since 2001, as required under new Bolivian law within the new Constitution. This will put Yangareko in compliance with the new law and position Yangareko to seek funding from other donors
- As framed within the new directions of the country, orient Yangareko into a position to be able to increase assistance in the counties of the Chaco to increase the environmental consciousness of the population at community level, at the level of community organizations, as well as in the local government for promoting conservation, helping to constructing the power they need to take decisions for the long-term

During this project period, Yangareko will focus on finding new resources for executing projects and sustaining itself so that the important conservation work can be continued.

In preparation for this transition, Yangareko has achieved a solid, dedicated core technical team linked to a solid team of administration and accounting and fully capable of executing actions in different counties and areas as needed. The structure with which Yangareko worked initially was the efficient modality of consultants working in rural areas with no employee "benefits". In the past two years, the government has developed new laws and demanded that all receive adequate compensation for their years of service.

With this final support from Garfield, Yangareko will be positioned to take on new work under the new frameworks in Bolivia.

Issues Remaining to be Addressed by Yangareko in future years (2012-2017), in collaboration with new donors

- Still weak or wrong civil participation for decisions taking in conservation of biodiversity at watersheds.
- Contradictions between what are saying and what really happens in the field.
- Weak international institutional and inter-institutional relation.
- Loss of diversity in the Parapeti and Pilcomayo watershed influence areas.
- Difficulties to understand the political vision of the government.

Expected Outcomes for new proposals that will be developed for the oncoming years (2012-2015)

- New institutional cooperation for Yangareko to continue his work in the Parapeti and Pilcomayo watersheds influences areas.
- Support for plans and projects for conservation and sustainable use in the Chaco.
- Strengthening Municipio government, in terms of integration of the communities in Environmental and Natural Resources Projects, and organizational decisions.
- Continuity zoning of indigenous area, to continue involving the population in biodiversity conservation activities.
- Continuity in implement nurseries and reforestation in the riverbanks and in the steep deforested areas.
- Strengthening alliances with governmental and other nongovernmental agencies for preparation of specific management plans, permitting specific planning for determined areas and resources.

<u>Background</u>: Describe your organization history and accomplishments and, if funding is being sought for an ongoing project, describe the project's history and accomplishments).

The experiences and learning developed in Yangareko as a result of the support of The Garfield Foundation in the themes of watershed-basins, particularly in the Upper Parapeti, and upper-middle Pilcomayo watershed, with the purpose of focusing on the issues of biodiversity conservation via the involvement and active participation of civil society and related government agencies (i e., good governance) brings with it new challenges and themes that was necessary to document and socialize in new areas, and in this way, in response to the demand and interest.

This proposals has been developed as a need to close the wide circle of broad collaboration between the Garfield Foundation and Fundacion Yangareko and other institutional and inter institutional initiatives.

The work of Fundacion Yangareko under the Parapeti 1, Parapeti 2 and Pilcomayo-Parapeti II agreements from The Garfield Foundation has been related to the Parapeti river basin as a natural corridor contributing to the protection of the Kaa Iya del Gran Chaco National Park and its associated

ANMI buffer areas, focusing on the completion of the work proposed for those projects, and a additional project in the middle lower basin area known as Charagua municipality.

Highlights of the results of that work include: Zoning for Land Use Management Plans for the Bañado River Watershed in Monteagudo municipio, Land Use Zonification of the Area of Influence of the Parapeti River in Municipio Villa Vaca Guzmán (Muyupampa); Land Use Zonification of the Area of Influence of the Parapeti River in the Municipio San Pablo de Huacareta; the constitution and strengthening of the Bañado Watershed Committee (Comité de Gestión Intercomunal de la Cuenca del rio Bañado- CGRB); support to the creation and strengthening of the Environmental and Natural Resources Projects Unit of the municipio government of San Pablo de Huacareta Environmental and Natural Resources Projects Unit of the municipio government of San Pablo de Huacareta focusing on protection of the Reserva Municipal Cordillera de los Milagros.

In addition, other activities included: strengthening of the Environmental Unit of the Mancomunidad of Municipios of the Chaco (MMCH, joining five municipios); enhanced interest of the Monteagudo municipio government to strengthen the Interinstitutional Commission of the Environment (CIMA) to encourage better collaboration among projects and institutions and the Integrated Management Project of the Sauces-Zapallar Micro-watershed, to develop pilot experiences; and the realization of studies on the Perception of Communities in relation to Environmental Risks, diagnostic on industrial forestry, and a study on the relations between projects and communities, as well as other many activities and results at specific locations in the 37 communities of the Bañado Watershed (e.g., advancing reforestation activities in 30 communities), as detailed in project reports to the Garfield Foundation.

As an added value, the existing relations and knowledge from the past work in the Parapeti River basin permitted to build a natural relationship between the two river basins, which are joined by the Cordillera de los Milagros nature reserve which straddles the ridge between the two that runs the length of the Huacareta municipio, separating it into two ecologically different parts.

The Municipio San Pablo de Huacareta (county), as a geographic area, has a natural benefit of containing the contrasts of the two watersheds – on the one hand its territory touches the source of the Parapeti River and on the other side it is bounded by the Pilcomayo River. This gives the area special characteristics that make the area significantly different from other muncipios-counties in the Chaco.

At the same time, the Cordillera de los Milagros establishes a point of linkage between the two watersheds-basins, which meet via the mediation of this mountain range ridge, which was an important reason to continue the work begun in Parapeti 2 with the municipal protected area of "Reserva Cordillera de los Milagros" Huacareta, from the Parapeti to the Pilcomayo.

All proposals supported by Garfield Foundation pointed to realize diverse activities to increase the knowledge of Parapeti and Pilcomayo watersheds, based basically in the territorial space of the Chaco muncipios in Chuquisaca (Huacareta, Monteagudo and Villa Vaca Guzman) and in Santa Cruz department (Camin, Charagua, Pailón and San Jose municipal areas) and in Tarija department (Villa Montes municipal area).

The Local Initiatives 3 project provided Yangareko and Garfield with a better understanding of how indigenous communities are adjusting to the new Bolivia, and what kinds of assistance they may seek from donor agencies and other collaborators.

This proposal is marked by the central theme of continuity adapted to changes, under a new board, in the changing political contest; a continuity based on strengthening and building on achievements to date but with new strategic lines in keeping with the new operating structure under Bolivian law, with with new leadership and within the constraints of growing inflation

<u>**Mission & Strategy**</u> (what is the mission of your organization? Describe your organization's strategy for achieving its mission and how the proposed project fits into the strategy)

Fundacion Yangareko is a nonprofit organization, constituted to fill an urgent need for an effective, grassroots-driven NGO working in and around protected areas, indigenous territories, and associated watersheds in the Gran Chaco and Amazonian regions where biodiversity and livelihoods are threatened by inappropriate development and land use. Yangareko facilitates dialogue and interchanges of knowledge, perspectives and experiences to build consensus for seeking common way forward. Yangareko works through teams that include technical specialists and community members seeking to develop new solutions based on traditional and scientific knowledge and implemented by local institutions.

Yangareko's working theory of change is that, given that local people manage biodiversity on a day to day basis, if they share their knowledge and are joined in local organizations and interactive discussion forums, then a critical mass of people will change their own behavior and take advantage of opportunities to influence key decision-makers, and in turn decision-makers will respond by taking action to support solutions that are good for society and nature. Yangareko has proven its ability to follow this strategy to deliver results in collaboration with others, ranging from work with the indigenous organization CPI-Chaco to the trinational Comite del Gran Chaco.

The area of Yangareko's work as an institution is focused on the conservation of biodiversity and preservation of the environment, and it is based on on-the-ground work in selected areas where effort is made to help people find a sustainable balance between the wellbeing of the population in harmony with their natural environment.

To achieve its institutional goals, Yangareko works in strengthening local governments (county level) with civil society organizations of the communities and peoples of indigenous peoples, campesinos, who are seeking to create and consolidate consciousness about sustainable conservation of the natural environment based on use of natural resources in accord with their potential for sustainable use, orienting the local population's decisions toward management of the ecosystem they occupy or in which they intervene. In those meanings all the activities planned by Yangareko had relation to the Monitoring Project funded by Garfield Foundation, which also contributes to development of institutional strategies.

This proposal comes at a time of a slowdown in the continuation of actions, taking time for the basic immediate necessity to adapt and strengthen Yangareko vision and mission at this time of transition

Project Significance: Describe the problem being addressed. What are the project's short-term and long-term goals? Why is the project important? What are the potential challenges?

The project is oriented toward: strengthening the institutional issues needed to take decisions for short, medium and long-term to construct and consolidate a healthy institution with new team with additional resources to complete the current Upriver-Downriver project, taking advantage of the unexpected interest (arisen since the time that project began its planning phase last year) of the county governments in coordinating watershed management up and down the Parapeti.

Yangareko team has traveled to meet with the county executives all along the Parapeti; and all the county executives want to set up a coordinated Watershed and River management District for managing the Parapeti river, from its source down to Kaa Iya, all the way to the Concepcion Lake in San Jose de Chiquitos. This would be a crowning achievement culminating the Garfield and Yangareko work along the Parapeti for the past ten years, to protect Kaa Iya biodiversity as well as the waters of the river that nourishes people, animals, birds and wetlands. The vision is to achieve a Parapeti River/Watershed Management District in place and drawing funding from the different county & autonomous government budgets as well as from national and foreign donors. This would consolidate the grassroots-linked governance structure between local communities watershed committees (modeled after the Monteagudo and Huacareta communtiy watershed committees) and their eight local governments coordinating along the entire river (Azurduy, Huacareta, Monteagudo, Villa Vaca Guzman -aka Muyupampa, Camiri, Charagua, Pailon, and San Jose de Chiquitos counties)

Under other projects, Yangareko has done the groundwork in four of these eight counties (Huacareta, Monteagudo, Muyumpampa, and recently Charagua), so this would upscale to the other four.

This as the most viable way to engage the Charagua government (in the current Upriver-Downnver project) as they have been slow to sign the collaboration agreement and are most interested in engaging with upriver counties whose activities affect downriver Charagua. The new team brings the credibility of increased indigeneity to this table which is being created in the "new" Bolivian context, and will strengthen the Lowland Chaco indigenous position within the national and subregional context.

GF began its support to the Chaco with a grant to Yangareko to do initial studies of how to support watershed management along the entire Parapeti, to contribute to protection of critical water for Kaa Iya. Hence this project brings GF to the end of its support of what was envisioned as a longterm goal in its initial support

Work Plan (describe the project including objectives, activities, and implementation schedule. List any deliverables you expect the project to produce and the anticipated completion date).

The two main objective of the proposal, is to:

- Assist the consolidation of the institutional structure, to attend with efficiency the issues related to legal changes and changing strategies for conservation of biodiversity.
- Wrap up the Garfield relationship with final achievement of an multi-county Parapeti river watershed institution.

The specific objectives are:

- Assist Yangareko to re-organize itself under its new board, with a new executive director, and with new relations to allied institutions (Yeporaka, CABI, Charagua county, and other organizations and institutions).
- Technical support to define a new workplan for Yangareko for a short and medium term (next five years).
- Support the activities related to closing projects with Garfield's Foundation support.
- Advise organizations and institutions related to Yangareko (Yeporaka, CABI, CGRB, Charagua, Huacareta, Villa Montes municipalities, etc) in seeking funding in relation to biodiversity conservation

Activities

Yangareko will support the following activities.

- Analyze with the Board and technical team past accomplishments and lessons learned during the first decade of Yangareko's existence, and position that past work as a basis to go forward within the new governmental context.

  (For this, is necessary to work with the new team and other allied institutions (Yeporaka, CABI, etc) within the new Constitution and labor laws in Bolivia)

- Financial adjustment for compensating the long-term personnel
- Internal planning to define a work plan for Yangareko for a short and medium term for the next five years

- Periodic internal workshops for planning new steps for the short and medium term, and reviewing advances.
- Complete activities and close the UpRiver - DownRiver and Local Initiatives projects.
- Provide advice and technical assistance to the institutions allied with Yangareko (CABI, Yeporaka, CGRB, etc) to seek funding in relation to biodiversity conservation and sustainable development.
- Prepare and submit final reports, audit, and other documentation to Garfield Foundation.

Work plan &Timetable– (shown in two month periods)

Objective: Organize Yangareko under its new Board, and a new team and in its relations with other near related institutions (Yeporaka, CABI, Charagua municipality and other organizations and institutions).									
Activities	1	2	3	4	5	6	7	8	9
Analyze with the Board and technical team what was accomplished in the time of Yangareko's existence, and how it is now understood within the new governmental context.	x								
Financial adjustment for the long-term personnel.		x	x						

Objective: Technical and financial support to define a work plan for Yangareko for a short and medium term.									
Activities	1	2	3	4	5	6	7	8	9
Internal planning to define a work plan for Yangareko for a short and medium term.		x							
Periodic internal workshops for planning new steps for the short and medium term, and review advances.			x		x		x		x

Objective: Strengthen the institutional activities related to closing projects with Garfield's Foundation support.									
Activities	1	2	3	4	5	6	7	8	9
Complete activities and close Up River and Down River and Local Initiatives projects.	x	x	x	x	x	x	x	x	

Objective: Advise organizations and institutions allied to Yangareko (Yeporaka, CABI, CGRB, Charagua, Huacareta, Villa Montes municipalities, etc.) to seek funding in relation to biodiversity conservation.									
Internal and municipal meetings for planning and decisions making.	x	x		x		x		x	
Provide advice and technical assistance to the institutions allied with Yangareko (CABI, Yeporaka, CGRB, etc) to seek funding in relation to biodiversity conservation and sustainable development.	x	x		x		x		x	

Objective: Closing biodiversity conservation activities with Garfield's Foundation support									
Activities	1	2	3	4	5	6	7	8	9
Prepare and send final reports, audits and other documentation to Garfield Foundation									x
Comments: Reports will be sent as usual every six months periods									

Monitoring & Evaluation: Describe how you will track progress and gauge the project's effectiveness. What, if any, base-line data are you using to understand the problem?

For this proposal Yangareko will implement concrete actions for an adequate process to adapt the institutional actuation under the new country context. The goal is to have good outcomes of this transition in terms of achieving a good "close" to GF's association with Yangareko leaving Yangareko re-organized and positioned to act in the new Bolivian context while still committed to the same long-term goals as in 2001 when it was founded. The outgoing Executive Director/GF regional advisor will closely monitor Yangarekos progress in transition to new structure and recommends adjustments if necessary.

Collaboration & Coordination: Describe how your organization is collaborating or coordinating with others with regards to the project. How are stakeholders involved in the project's design and implementation? Is the project part of a coordinated strategy involving other organizations, individuals or agencies? If so, please describe.

The renewed Yangareko will seek to continue to build municipal and intermunicipal strong relations, to coordinate with government agencies at Santa Cruz, Chuquisaca and Tarija departments level (Gobernaciones, Gobiernos Municipales/counties) and with community organizations.

Diversity: Describe how issues of diversity (gender, socio-economic status, ethnicity, etc.) have been considered and integrated into the project.
The central commitment of Yangareko is a strong relation to biodiversity and the environment issues. All the activities that are planned and implemented until now, all those will be planned have unwavering commitment to this principle. This commitment is closely linked to the cultural themes of communities and indigenous peoples and the relation to the first principle is obvious and natural.

In relation to gender, there is no particular focus on this in the project framework, which is devised to address particular environment and governance issues. Nonetheless, the theme of gender is considered within Yangareko's projects, as are concerns with incorporating the perspectives and involvement of youth and the elderly

Staff: Describe the experience and qualifications of any staff or volunteers expected to play significant roles in implementing the project.

- The new institutional Board members - planning and following the implementation of the institutional designed activities.
- A new Executive Director - taking responsibilities under a new institutional structure as GF funded activities are ending.
- A trained administration team - taking responsibilities under a new institutional structure
- Technicians - closing the Garfield projects in execution.
- An accountant under the new institutional structure -- knowing all the necessary steps for reports to Garfield Foundation and learning the reporting requirements of other donors.

Budget ***(1 to 2 pages)***

Attach a project budget that includes start and end dates; general categorizing of expenses (i e. Personnel, Travel, Supplies, Communications, etc), and, a list of other income, indicating confirmed and pending contributions

Note-

* the only item to be expended in FY2011 is the compensation for longterm employees for completion of their service, as required in compliance with new labor law
** Under Bolivian law, an annual "memory" document describing the years activities is required

17

Start date: 1 June 2011 - End date: December 2012

Salaries & Honoraria	**Total**
Coordination & Management (Jan-Dec 2012)	11 200
Administrative (Jan-Dec 2012)	9 200
Accountant (Jan-Dec 2012)	5.600
GIS and Field technician (Jan-Dec 2012)	9 800
Required benefit compensations for long time personnel **(2011*)**	25 000
Subtotal Salaries	**60.700**
Field trips	
Gasoline & oil (Jan-Dec 2012)	4.000
Parts and maintenance (Jan-Dec 2012)	4 000
Transport, food, & lodging (Jan-Dec 2012)	2.000
Subtotal field trips	**10.000**
Other Direct Expenses	
Communications & office expenses (+ rent) (January-May 2012)	3 600
Communications & office expenses (+ rent) (June-December 2012)	3 600
Final Audit & Annual Institutional "Memory" document** (due Dec 2012)	4 000
Charagua -Parapeti support (2012)	9000
Subtotal	**19.200**
TOTAL	**90.000**

ANNEXES – *information in files in Garfield's Foundation office.*

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53 4945-5 (d)

(I) **The name and address of the grantee:**

Fundacion Urundei
Project Strengthening institutional capacity for a successful
transition from Garfield Foundation funding
Calle Vicente Lope 477
quinto piso - oficina B
Salta 4400, Argentina

(II) **The date and the amount of the grant:**

June 11, 2011 $190,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

July 7, 2011 $85,000 00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

November 3, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

November 3, 2011	reviewed
November 22, 2011	reviewed

GARFIELD FOUNDATION

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundación Urundei for its project, ***Strengthening Institutional Capacity for a Successful Transition from Garfield Foundation Funding***. This final grant will conclude the institutional relationship with Garfield Foundation by ensuring that Urundei has the organizational capacity to carry on its conservation and advocacy work in the Gran Chaco region of Argentina (and beyond). This grant also supports Urundei to consolidate itself as an organization with a strong track record of results and an information base that attracts new donors.

Fundación Urundei has been designated the recipient of the U.S. $190,000 award to be utilized for the designated purpose between **June 1, 2011–December 31, 2012.**

Payment & Report Schedule:

<u>Payments</u>

- $85,000 – June 2011
- $105,000 – March 2012

** The second grant installment is contingent on receipt and favorable review of required progress reports.*

<u>Reports</u>

- *FY 2012* projected operating budget due by **15 July 2011**
- *FY 2011* organizational expenditure report due by **15 September 2011**
- *Interim* narrative & project expenditure reports due by **15 March 2012** *(covering eight months, June 1, 2011 – February 28, 2012)*
- *FY 2012* organizational expenditure report due by **15 September 2012**
- *Final* narrative & project expenditure reports due by **15 February 2013** *(covering the full grant period June 1, 2011 – December 31, 2012)*
- *Year-to-date* organizational expenditure report due by **15 February 2013** *(covering August 1, 2012-December 31, 2012)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

Organizational expenditure reports will detail all expenses incurred by Fundación Urundei during the associated fiscal year in accordance with the operations budget. All income (i.e., private, government and in-kind contributions) generated for the organization during the fiscal year will also be reported.

Project expenditure reports will detail all expenses occurring during the grant period in accordance with the approved project budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported.

The final report should confirm that the capital equipment purchased with grant funds has not been used for any purpose proscribed by the terms of the agreement and make reference to the ultimate disposition of such equipment for specific charitable, scientific, literary or educational purposes.

Because Fundación Urundei is a registered non-profit, non-governmental organization in Argentina but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. Fundación Urundei was created in 2008, and is operated exclusively for charitable [or educational] purposes. The activities of Fundación Urundei as relevant to this grant include:

   - Establish a technical team of professionals to gather and analyze ground-trusted information from the key zones identified in satellite imagery from the Chaco-Yungas project and working to bolster the human resources necessary to achieve the projected outcomes of Chaco-Yungas project;
   - Complete core activities in the Chaco-Yungas corridor related to the 2009 Garfield Foundation grant and consolidating Urundei's programmatic reputation in Argentina;
   - Design and distribute questionnaires to gather socio-economic information from the population in select areas important for conservation and ecosystem integrity to help understand attitudes toward conservation and the barriers for applying the existing environmental laws;
   - Gather information about the environmental services, and public attitudes about them, from different ecological zones in order to design interventions that will conserve important biodiversity;
   - Disseminate information regarding the benefits of conservation actions and natural environmental services via workshops and other events that engage the public, relevant agencies, collaborators, and potential donors; and,
   - Reach out to promising donors identified by a fundraising advisor, and using the information base constructed by Urundei's projects to demonstrate a convincing rationale for conservation and sustainable development projects in key areas of the Gran Chaco.

   ** Please refer to the proposal for the details of activities and budget associated with this grant.*

2. Fundación Urundei has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundación Urundei were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundación Urundei is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundación Urundei:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundación Urundei's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundación Urundei has purchased.

gfC
JJL

4. The entire grant funds will be used for the charitable purpose of enabling Fundación Urundei to complete the activities described in detail in the attached proposal. Fundación Urundei will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. Fundación Urundei will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. Fundación Urundei will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Fundación Urundei agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Fundación Urundei has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundación Urundei. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundación Urundei. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by Fundación Urundei after the effective date of any notice of termination. Upon its effective date, Fundación Urundei shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundación Urundei shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Fundación Urundei agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Fundación Urundei may modify this agreement.

11. Fundación Urundei agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

    b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

    c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

    d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B)

State of Colorado
County of Boulder
Subscribed & Sworn to before me
this June 11, 2011
My Commission Expires 2/12/12
Kelly M Stewart
Notary Public

NOTARY PUBLIC
KELLY M
STEWART
STATE OF COLORADO
My Commission Expires 02-12-2012

Date: June 11, 2011

On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Jennie Curtis

Fundación Urundei hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Fundación Urundei
Calle Vicente Lopez No. 407
Edificio Mercedes Work Center
QUINTO piso - Oficina "B"
Salta, Argentina

President, Juan Alejo Zarzycki

Date: 30/Junio/2011

PROPOSAL TO
THE GARFIELD FOUNDATION

Institutional Strengthening and Support to Conclude Successfully the Biodiversity Program Activities with Garfield Foundation

FUNDACIÓN URUNDEI
Salta - Argentina
Abril 2011

Cover page

Proposal: Name in English: Institutional Strengthening and Support to Conclude Succesfully the Biodiversity Program Activities with Garfield Foundation. Name in Spanish: "Fortalecimiento Institucional y Apoyo para Concluir Satisfactoriamente las Actividades del Programa de Biodiversidad con la Fundación Garfield".
Organization: Fundación Urundei.
Main Office: Calle Vicente López 477 - Quinto piso - Oficina B - Salta (4400) – Argentina. Telefax: (54) 387-421-1727. Mail: urundei@yahoo.com
Geographycal Areas: Chaco Sudamericano - Corredor Yungas Chaco - Parque Nacional El Rey. Comunidades Indígenas y criollas.
Ammount requested: $ 190,000 (first paymente $85.000; $105.000 second final payment).
Duration: June 2011 - December 2012.

Executive Summary

Urundei's transitional proposal will enable Urundei to complement the skeleton budget in the Yungas-Chaco grant to contract the technical consultants essential to develop land use/ resource management plans requested by landowners in the Chaco-Yungas corridor, and cover gaps in core costs through the end of 2012. This 2011-2012 work is key to consolidating Urundei's relationships and upscaling processes for significant results. The envisioned 2011 and 2012 budgets incorporate the continuing 30% inflation rate in Argentina, and the nationally-mandated increase in salaries and benefits. This grant will enable Urundei to complete its commitment for GF project activities and bridge counterpart for expected new donors. Urundei will reach out to donors selected as promising by a fundraising consultant, and use results of the monitoring work as the researched basis for new projects. During 2011 and 2012, Urundei will consolidate itself as a mature institution that can gain support from Argentine sources in addition to finding new US/European funding.

This investment will enable Garfield Foundation to fulfill its ten-year biodiversity strategy commitment with the goal of leaving strong local institutions that support conservation and sustainable development in the Gran Chaco of Argentina and Bolivia.

The conception of this proposal is based in the consideration of institutional strengthening of Urundei, accompanying a final phase of actions projected by the Garfield Foundation's Biodiversity Program. This strengthening and final phase is occurring as the Garfield Program is approaching ten years of existence, during which time it has attended to diverse institutional and inter institutional initiatives over this decade, principally with a focus on actions for the conservation of the biodiversity in the region of the Gran Chaco of South America.

The fight for the needs of conservation is an unequal struggle against the forces of development that are capable of destroying rapidly while the renewal force of nature is slow although sure. The forests that remain are linked to protected areas and private conservation areas under control of indigenous peoples and private property holders, areas that one way or another have achieved maintenance of forest patches including those

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in inaccessible areas or nonproductive areas. These are the areas where it is viable to regulate the pressures over natural resources now. Unless these areas are integrated into the larger landscape of the neighboring ecosystems, there is little probability for long-term survival of biodiversity. Undoubtedly these adaptive and growing impact of conservation actions at the same time seem small confronting the accelerating impact of development, which, despite the good will and strength of private cooperation (donors) has entered into a weakened phase, and of this Garfield was not exempt. The global economy and the fall of the stock market caused changes in relation to the possibilities of continuing the same dynamic actions toward more sustainable development and the hope of small growth.

The work being done by Fundacion Urundei in Argentina is new. For two years, Urundei has focused on research/learning and looking for interinstitutional collaboration with private entities and universities in both Argentina and Bolivia. In Argentina, Urundei has focused on building its foundation around the "neighborhood" of El Rey National Park (60 years old) and assisting private landowners there to establish a more formal buffer zone with economic benefits from not cutting the forest -- especially oriented to ecotourism and rural tourism as appropriate and viable for the zone. In the area of communication, the diffusion of information and transmission of the reality via images has an impact but enters into a competition over who produces the best propaganda. Hence, Urundei has entered into alternative tools such as You Tube.

An additional aspect where Urundei has built on actions and lessons from Bolivia, is the monitoring of threats and impacts, with news contributing to the frustration seeing how far humans go in destroying forest in order to establish other land uses. Viewing the extensive changes from satellite images, one sees the lack of controls. One wonders to what extent knowledge can ever lead to knowledge-based political decisions when they are decisions taken by the current government in power at any moment, and also in light of the fact that it seems impossible to stop the current rapid economic growth process. Undoubtedly scarce resources grow in their value, and it seems that the human efforts follow the ebb of the resources also increasing their value. This happened with wood of diverse tree species that have now gone extinct, as well as is happening with oil, with minerals, with wildlife, etc.

In the midst of this changing panorama, one has to be innovative, seeking alternatives that may influence the population that is causing the ecological damage so they stop thinking only of the advantage to themselves in their short lives on this Earth. In consequence, this Urundei proposal focuses on the situations where assistance, despite being short-term and in a process of closing the Garfield program, without promising to change the world, serves to construct a solid base on which to reach results in achieving new strategic alliances for the longerterm. Deepening and documenting the experience accumulated by an institution so young as Urundei is a first step, so in the dynamic context, it is possible to adapt to the evolving situation, to work from viable platforms, and give satisfaction to have completed a process that was linked to good intentions that translated into all that Garfield has assisted.

Therefore, this proposal includes strengthening alliances with institutions that have experience and are linked to decision makers, that have experience working in private conservation, indigenous and criollo communities, with an eye to other potential allies. In sum the proposal strengthens strategic relationships and planning.

The geographic area of action is ample, considering that ecosystems do not exist in isolation, but are affected by their neighboring ecosystems. As such, in the Chaco, the Yungas (ecotonal cloud forests), the "valleys" and the higher puna are all areas to be explored for potential allies.

The conservation corridors that include protected areas and development of proposals to expand/recognize these is also a component linked to alliance building.

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Taking into account the stage of Urundei's institutional consolidation and its context within Argentina and the world, having established agreements to collaborate with public and academic institutions, having carried out work in Bolivia with Bolivian technical teams that were trained under Yangareko, and having gathered and analyzed existing information about the focal geographic areas of interest, Urundei has achieved the point where it is essential to incorporate the necessary human resources to complete the fieldwork in the El Rey project and startup intensive field work in Yungas-Chaco corridor (as soon as 2nd traunch is received in August). In February 2011, Urundei put out a call for interest from junior-level professionals in Salta in order to identify the best candidates that can contribute to Urundei now and into the future, to complete the projects at hand, and demonstrate the capacity required to negotiate new projects with new sources of funding. The second key aspect of this period 2011-2012 is the need to cover the core institutional costs while completing the ongoing projects and identifying new proposals that meet the interests of collaborating institutions and potential donors.

The period of the proposal is June 2011-December 2012. The amount sought is $190,000.

C. Proposal

1. Introduction

The lifetime and actions of Fundación Urundei in Argentina are quite new; it was registered as an NGO at the end of July in 2008 and opened its office in 2009. In this short period, Urundei has sought to gain spaces in relating to public institutions and with academic and private institutions abroad and nationally, to work in relation to protected areas, private properties, buffer zones, corridors and communities. Urundei has also begun to create a track record of actions that define its institutional as it meets the challenges along the way. The monitoring and registering of threats, and creating base maps over which to build maps of this information over this extensive area in which rapid impacts are occurring faster and faster, creates challenges in terms of updating and ground truting of changes visible in satellite images constantly. Monitoring the area has required prolonged and frequent travel to keep up with the changes. Communication efforts that show the reality of the situation via video testimonies and images has certainly had impact, despite the difficulties encountered in opening space for others to share their video testimonies.

The vision and mission of work to gain the participation of local people, in generate awareness among them, is very important for conservation although until now there has been limited impact due to lack of involvement of the institutions that are related to natural resources management and environment. In other words, in the difficult conditions in Argentina, it is still necessary to work hard to improve governance - "the sum of the multiple ways as individuals and public and private institutions manage or can manage common issues, in a continuing process by means of which diverse and conflicted interests can find an common way forward, to adopt cooperative action. "

The proposal covers institutional strengthening so that each member of the team maintains the province of Salta as the core area and from there works to identify the key transition areas between ecosystems -- the forest transitions, the transition between ecotonal mountain forest and lowland Chaco forest, and the puna and intermixed "valleys" with long histories of agriculture (since pre Hispanic times). The work will focus on the biodiversity and the provision of ecological services flowing across this landscape.

This work requires bringing Argentine technical specialists into the Urundei team, both social and biological/environmental. It also requires updated equipment to better manage the information in forms that are appreciated by government agencies and those who take decisions. And it requires covering core institutional costs during this period of completing ongoing projects while seeking new donors.

2. Mission and Strategy

The mission of Urundei is to promote the conservation of biological diversity and natural resources in collaboration with private and public sectors in the Gran Chaco of South America, to help people find a sustainable balance between people and the environment.

The objectives of Fundacion Urundei are:

- Conserve biodiversity through: sustainable production and protected areas at trinational, binational, provincial, community and private levels; watershed management; training, audiovisual and other communication outreach; workshops, coloquia, roundtables, and meetings
- Promote and finance projects implemented directly or through third parties to support sustainable development; strengthen the rights of populations affected by environmental problems in urban and rural areas by means of conferences, forums, and other similar activities; promote the sustainable development through research, studies and voluntary works; promote the education and general public interest in environmental themes to strengthen conservation action by private citizens; encourage environmental responsibility of private business, associations of private businesses, or any other productive sector;
- Carry out studies about environmental issues and spread information about the studies and knowledge so they are accessible to affected populations by urban and rural environmental problems who can in turn deliberate among themselves to propose legal reforms and new technical regulations;
- Join in agreements for cooperation, collaboration and interchanges with public and private entities, governmental and nongovernmental, in relation to socio-environmental and sustainable development studies and projects.

Urundei's working theory of change is that change can be generated by the people who live on the lands, with the rivers, and near the forests if they are given the opportunity to be involved in dialogue, assessments and efforts to understand how to better manage ecosystems for conservation and wellbeing of all. Urundei seeks to involve private agricultural producers who have major impacts on the environment. Urundei works through teams that include technical specialists who will seek to develop collaborate in generating solutions based on traditional and scientific knowledge and implemented by local landowners and their workers. To achieve its institutional goals, Urundei works in alliances with others to create and consolidate consciousness about sustainable conservation of the natural environment based on use of natural resources in accord with their potential for sustainable use, orienting the decisions toward management of the ecosystem they occupy or in which they intervene.

The project fits Urundei's strategy to develop alliances with others through working with teams that have technical specialists to contribute information that will lead to better ecosystem management in the Gran Chaco.

3. Significance of the project

This proposal contributes additional funding to strengthen Urundei and the outcomes of the Garfield support by complementing the other Garfield projects that are in the process of termination during the 18 month period prposed. The proposal is aimed toward the following objectives:

General Objective

Strengthen Urundei at the national and international levels, so that it becomes known to major institutions for its capacity and trackrecord of work oriented to conservation and sustainable development, and receives new support for building its trajectory.

Specific Objectives

i) Consolidate relations with institutions and specialized professionals

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b) Build a technical competent technical team capable of achieving conservation project activities
c) Renovate and acquire equipment according to the needs for supporting this technical team.
d) Consolidate institutional relations at private and public, national and international levels.
e) Provide consistent and scientifically-valid information related to environmental services as necessary to sustain conservation.
f) Make use of/leverage the existing public and private institutions to support and further Urundei's actions in the area of technical and financial cooperation.
g) Encourage the development and adoption of policies related to the conservation of ecosystems, environmental services, sustainable management of natural resources, and the environment.
h) Articulate inter institutional strategies for conservation and sustainability, spreading successful experiences.

4. **Work plan and timetable**

Summary of Activities:

- Build a competent technical team to gather and analyze ground-trusted information from the key zones identified in satellite imagery, and bolster the human resources to achieve the projected outcomes of Chaco-Yungas project.
- Design and apply questionnaires to gather socio-economic information from the population in selected areas important for conservation and ecosystem integrity, to understand the populations attitudes toward conservation and the constraints for applying the existing environmental laws despite the "appearance" that all is going fine officially.
- Gather information about the environmental services from the different ecological zones and the understanding of the populations regarding these environmental services.
- Disseminate information regarding the benefits of conservation actions and natural environmental services to public, relevant agencies, collaborators, and potential donors.
- Map key areas for environmental services, areas that should receive conservation attention - both private and public.
- Socialize and discuss this information in workshops and other events.
- Open and build communication with other strategic donors and fundraise for continued activities.

Period June 2011 - December 2012

	2 mo periods								
Timetable	1	2	3	4	5	6	7	8	9
Objective: Consolidate relations with institutions and specialized professionals									
Activities									
Develop agreements with relevant institutions and professionals			x	x	x	x			
Document the opportunities for conservation with private entities and communities.	x	x	x	x	x	x			
Objective: Support a competent technical team capable of achieving the programmed landscape conservation project activities.									
Activities									

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Design TORs in defined areas	x								
Call for CVs and applications in Natural Resources areas, social sciences, environment and communication.	x	x							
Define time & products, and sign contacts.	x	x	x						
Objective: Renovate and acquire equipment according to the needs for supporting this technical team.									
Activities									
Evaluate, get bids and acquire the equipment determined to be necessary to fill existing gaps.			x	x	x				
Objective: Consolidate institutional relations at private and public, national and international levels									
Activities									
Establish relations and develop the necessary agreements with scientific, academic and research institutions.			x	x	x	x			
Objective: Provide consistent and scientifically valid information related to environmental services as necessary to sustain conservation.									
Activities									
Obtain information about relevant competent institutions consistent with the objective.			x	x	x	x			
Distribute information in appropriate mechanisms/media to reach the population.			x	x	x	x	x	x	
Objective: Make use of/leverage the existing public and private institutions to support and further Urundei's actions in the area of technical and financial cooperation									
Activities									
Prepare via participatory means proposals oriented toward achieving Urundei's institutional objectives.	x	x	x	x	x	x	x	x	x
Carry out trips to meet with potential collaborators/donors and seek funding for these proposals.			x	x	x	x	x	x	
Objective: Encourage the development and adoption of policies related to the conservation of ecosystems, environmental services, sustainable management of natural resources, and the environment.									
Activities									
Carry out five workshops and seminars for sharing information that forms the basis for improved policies.				x	x	x	x	x	
Strengthen the relations with provincial and national agencies.				x	x	x	x	x	
Objective: Articulate inter institutional strategies for conservation and sustainability, spreading successful experiences.									
Activities:									

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Document, systematize and share successful experiences.				x	x	x	x	x	
Carry out three workshops and seminars to share this information.					x	x	x		

Challenges to the project

This institutional strengthening of Urundei, as the final phase of Garfield support, will face the challenges of all young institutions in finding support and alliances amongst institutions that have already established lines of collaborating, as well as the restrictions that many such as IUCN put on recognizing organizations only after having three years of existence (which Urundei will achieve at the end of July 2011). Urundei fills a gap in Gran Chaco conservation that needs to be filled, and Urundei is committed to filling that gap, and has made good progress in the first two years, particularly in relation to working with private conservation.

The main challenge is to gain sufficient long-term alliances with international cooperation to be able to do the necessary and urgent conservation work in the Gran Chaco. Lack of information is a challenge, but this project aims to fill that gap, particularly in relation to environmental services and sustainability based on alternative production patterns. Another challenge is the rapid economic growth and high inflation rate (30% last year, and expected to run at similar rate this year into the foreseeable future), because it undermines budgets from existing projects whose budgets were based on lower expectations of costs to be incurred.

5. Monitoring and evaluation

Urundei will monitor and report progress by reviewing progress internally within the team at six month intervals and report progress to Garfield.

6. Collaboration and coordination

A key objective is to achieve collaborators and coordinate with the relevant institutions in order to achieve greater attention to conservation across the landscape corridors emanating from/within Salta province. Urundei will build on existing agreements signed with the Environment ministry of Salta, the Catholic University of Salta, the National University at Salta, and the park authorities for El Rey National Park. Urundei is also a member of the Chaco Network, which includes some 40 institutions working in Paraguayan, Bolivian and Argentine Chaco. The expectation is that in addition there will soon be an agreement with Rural Society of Salta, a key representative organization of private landowners. During the progress of this project, additional collaboration will be achieved with other donors and allies who are identified in the course of this project.

7. Diversity

The area includes diverse local ecosystems and ecotones, as well as diverse populations of indigenous and peasant communities as well as ranches and agro industrial holdings. The team includes women who have experience involving men and women in projects.

8. Team

The professional team of Urundei will be expanded to meet the needs of the work on part-time or fulltime basis. The existing equipment of Urundei will be used although it will be necessary to replace/upgrade some equipment. This budget will (over the period of this project) effectively increase the lines available for the team in the budgets of existing projects, necessary in light of the inflation and new national regulations mandating an increase in salaries of all employees, in order to be able to meet the objectives of existing projects.

Social scientist - Maria Emilia Gonzales V. , midlevel anthropologist familiar with work in rural areas
Natural Resources specialist - Itati, young professional familiar with work in rural areas and GIS
GIS specialist - various, according to the tasks
Coordination - Alejo Zarzycki
Administration - Nancy Ibarrola (current secretary/admin), Nolasco Zapata (current accountant)
Communication - various, according to the tasks

9 Budget (June 2011 - Dec 2012)

This budget is based on an analysis of the effort required for this workplan and to cover the periods with budgetary gaps to complete the workplan and objectives under current agreements (particularly the Chaco-Yungas grant), in light of ongoing inflation and new labor regulations.

Salaries and honoraria	1st yr	2nd yr	TOTAL
Coordination	0	12000	12000
Administration - Secretary and Translations	0	18900	18900
Anthropologist/Sociologists	5400	6000	11400
Natural Resource & NRM Specialists	6000	10400	16400
Data base & GIS	2000	5000	7000
Indigenous technicians	4100	4000	8100
Communication specialist, web page	3500	7000	10500
Subtotal	21000	63300	84300
Travel, food, lodging			
gasoline, tolls, oil	5500	7000	12500
Food and lodging - field	4500	5500	10000
Trips for meetings	2500	2000	4500
Subtotal	12500	14500	27000
Other Direct Costs			
Meetings and workshops to share information	2000	1500	3500
Interinstitutional meetings and seminars	4000	1000	5000
Maps, production of information materials for dissemination & workshops	3000	1000	4000
Printing of maps, proceedings, documents	1000	1000	2000
Webpage including photographs, videos , bulletin	2000	0	2000
Computer renewal (laptop)	2500	0	2500
Training technicians	2000	0	2000
Office supplies	3100	500	3600
Office expenses, internet, telephone, etc	9900	3700	13600
Maintenance of equipment	4000	1000	5000
Parts for equipment	4000	1000	5000
Insurance and taxes for equipment	5000	5000	10000
SUBTOTAL	42500	15700	58200
TOTAL DIRECT	76000	93500	169500
Indirect Costs	9000	11500	20500
TOTAL	85000	105000	190000
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12

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

City Works
Project: General Operations
122 W. State Street
Trenton, NJ 08608

(II) **The date and the amount of the grant:**

June 17, 2011 $150,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

June 17, 2011 $150,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

None prior to 11/30/2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

None prior to 11/30/2011

GARFIELD FOUNDATION

Grant Agreement

Organization:	CityWorks, Inc.
Project:	General Operations
Representative:	Thomas Clark, Executive Director
Email:	tclark@ecityworks.com
Address:	122 West State Street, Trenton, NJ 08608
Phone:	(609) 984-8333

Project Description:
This grant provides general operating support enabling CityWorks to continue to provide expertise and guidance to local nonprofit community development organizations and civil authorities on economic development opportunities in New Jersey's underserved communities including land planning, mixed use, retail and commercial facility development.

Project Activities & Deliverables:

- Continue to negotiate and develop the proposed merger with City National Bank (CNB).
- Devise strategies to insure the effective management and financial sustainability for the new CityWorks-CNB entity.
- Identify new Newark-based projects for the CityWorks-CNB pipeline.
- Continue work on Phase II of the Midtown Commons in Neptune.
- Continue to work on exiting projects in the CityWorks project pipeline including: West Lake Avenue, Ridge Avenue, Carteret Avenue, Stockton Street Redevelopment, The East Trenton Collaborative, and the Trenton Neighborhood Stabilization Program.

Please refer to the proposal for details on 2011-2012 project activities and budget.

Project Implementation Schedule: May 1, 2011 – April 30, 2012

Approved Grant: $150,000

Grant Conditions & Contingencies:
This grant is intended for operation expenses and will not be used to supplement expenses that should be covered by consulting income. Further, Garfield Foundation grants will not be used to pay for any existing or future debt payments.

Report Schedule:

- *FY 2012* projected operations budget due by **October 30, 2011**
- *FY 2011* organizational expenditure report due by **October 30, 2011**
- *Semi-Annual* narrative report due by **November 30, 2011**
- * *Final* narrative report due by **May 31, 2012**

- ** Year-to-date* organizational expenditure report (covering October 1, 2011 - April 30, 2012) due by **May 31, 2012**

** Should CityWorks be invited to re-apply for a grant in 2012, a year-to-date narrative report will be submitted in lieu of a final report at the time of proposal submission.*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant noting specific deliverables where relevant. The report will also include reflective evaluation, any challenges met and how the project outcomes have affected beneficiaries. The final report will additionally reflect on the full project cycle articulating cumulative progress, challenges, impact, and future outlook.

Organizational expenditure reports will detail all expenses incurred by CityWorks during FY 2011 and 2012 (specifically for the period October 1, 2011 - April 30, 2012) in accordance with the associated operations budget for each fiscal year. All income (i.e., private, government and in-kind contributions) generated for the organization during each year will also be reported.

On behalf of the **Garfield Foundation**
Executive Director, Jennie Curtis

Date: 6/17/11

Jennie Curtis

CityWorks, Inc. hereby agrees to the terms and conditions of the grant as recited above.

On behalf of **CityWorks, Inc.**
Executive Director, Thomas Clark

Date: 6/21/11

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

City Works
Project: General Operations
122 W. State Street
Trenton, NJ 08608

(II) **The date and the amount of the grant:**

May 4, 2009 $200,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 2, 2010

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

January 28, 2011
April 29, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

August 18, 2011

GARFIELD FOUNDATION

Grant Agreement

Organization:	CityWorks, Inc.
Project:	General Operations
Representative/Legal Signatory:	Thomas M. Clark, Executive Director
Email:	tclark@ecityworks.com
Address:	122 West State Street, Trenton, NJ 08608
Phone:	609-984-8333

Project Description:
This grant will provide general operating support enabling CityWorks to continue to provide expertise and guidance to local nonprofit community development organizations and civil authorities on economic development opportunities in New Jersey's underserved communities including land planning and, residential, retail and commercial facility development.

Project Activities & Deliverables:
- Continue construction of the Neptune Commercial Center, set for completion by 2010;
- Begin construction on the Neptune Ridge Avenue Residential Project, also set for completion by 2010;
- Accelerate the progress of projects in the CityWorks development pipeline – Nex Generation Medical Center; Proceed Inc. Administrative Center; YWCA Center; East Trenton Collaborative; and the Trenton Neighborhood Stabilization Program; and,
- Continue to seek projects that are aligned with CityWorks' mission and expertise.

Please refer to the proposal for details on 2009-10 project activities and budget.

Project Implementation Schedule: May 1, 2009–April 30, 2010

Approved Grant: $200,000

Condition: This grant is intended for operation expenses and will not be used to supplement expenses that should be covered by consulting income.

Schedule of Reports:
- *Semi-Annual* narrative report due by **November 30, 2009**
- *2009 Organization Expenditure Report* due by **January 31, 2010**
- *Final* narrative and financial reports due by **May 31, 2010**

Narrative reports should describe the manner in which grant funds have been spent and the progress made in accomplishing the objectives of the grant, elaborating on the specific activities and deliverables noted in this grant agreement. Reports should also include reflective evaluation, any challenges met, if there have been changes to the original work plan and, how the project's outcomes are affecting beneficiaries. The final narrative report will additionally reflect on the full project cycle articulating cumulative progress, challenges, impact, and future outlook.

The financial reports will detail organizational expenditures in accordance with the approved budget outlined in the proposal. In addition, the final financial report will include a full annual operations budget for all aspects of CityWorks operations and programs for 2010. All income (i.e. generated, private, government and in-kind contributions) for the organization will also be reported.

On behalf of the **Garfield Foundation**
Executive Director, Jennie Curtis

Date: 5/4/09 Jennie Curtis

CityWorks, Inc. hereby agrees to the terms and conditions of the grant as recited above.

On behalf of **CityWorks, Inc.**
Executive Director, Thomas M. Clark

Date: 5/7/09

STATEMENT ATTACHED FOR FORM 990

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

Fundacion Yangareko
Project: Local III - Exploring New Forms of Cooperation with Indigenous
Casilla de Correos (PO Box) 3455
Santa Cruz de la Sierra, Bolivia

(II) **The date and the amount of the grant:**

July 30, 2009	$232,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 11, 2009	$95,000.00
August 27, 2010	$98,000.00
September 21, 2011	$39,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

March 28, 2010
July 28, 2010
August 19, 2010
January 1, 2011
July 28, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

March 29, 2010	reviewed
August 9, 2010	reviewed
August 19, 2010	reviewed
February 4, 2011	reviewed
September 1, 2011	reviewed

GARFIELD FOUNDATION

Dear Ing. Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundación Yangareko for the project - ***Exploring New Forms of Cooperation with Indigenous Organizations and Communities in the Gran Chaco – Local Initiatives III.*** Yangareko will work with indigenous organizations to: 1) collaboratively research and identify new forms of cooperation with indigenous peoples' communities and local organizations in order to more effectively link external assistance to grassroots concerns in light of socio-political changes; and, 2) assist Chaco indigenous organizations to strengthen and adapt their institutions to new conditions and develop proposals for collaboration that respond to grassroots direction.

Fundación Yangareko has been designated the recipient of the U.S. $232,000 award to be utilized for the designated purpose between **August 1, 2009 – December 31, 2011.**

Schedule of Payments and Reports:

Payments

- $95,000 – August 2009
- $98,000 – August 2010
- $39,000 – August 2011

The second and third grant installments will be disbursed pending receipt and favorable review of 2010 & 2011 progress reports.

Reports

Year One

- Year to date narrative & financial reports due by 31 January 2010 *(covering August 1, 2009-December 31 2009)*
- Annual narrative & financial reports due by 30 July 2010 *(covering, August 1, 2009-June 30, 2010)*
- Updated work plan for the next year, due by 30 July, 2010.

12

Year Two

- Year to date narrative & financial reports due by 31 January 2011 *(covering year two, August 1, 2010-December 31 2010)*
- Annual narrative & financial reports due by 30 July 2011 *(covering, August 1, 2010-June 30, 2011)*
- Updated work plan for the final five months, due by 30 July 2011.

Year Three

- Final narrative & financial reports due by 31 January 2012 *(covering the full grant period August 1, 2009-December 31, 2012)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail project expenditures in accordance with the budget outlined in the proposal. All income for the project must be reported including private, government and in-kind contributions

39 North Water Street · New Bedford, MA 02740 · Tel. 508-997 3199 · Fax 508-997 3122
www.garfieldfoundation.org

Because Fundación Yangareko is a registered non-profit, non-governmental organization in Bolivia but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U S. Internal Revenue Code.

1. Fundación Yangareko was created in 2001, and is operated exclusively for charitable [or educational] purposes. The activities of Fundación Yangareko as relevant to this grant include:
   - Investigate conservation activities and the socio-political context with remote and isolated indigenous peoples across the Bolivian Gran Chaco, with facilitated discussions in grassroots communities as well as within indigenous organizations;
   - Define and explore new forms of collaboration that are emerging with indigenous peoples of the Chaco within the current situations created by the new Bolivian Constitution and other ongoing socio-political changes in the region;
   - Assist revitalization of indigenous organizations across the northern Gran Chaco, primarily in Bolivia, with some activities in northern Argentina and Paraguay;
   - Strengthen the inter-communal, national, and bi-national indigenous relations in the Gran Chaco, particularly with the Ayoreo people, via discussions and women's artisan activities that link people to their biodiversity and other communities;
   - Produce a report with recommendations for improved donor assistance to indigenous organizations in the Chaco and circulate it to donors, indigenous support organizations, and indigenous organizations; and,
   - Strengthen Indigenous and grassroots organizations through the collaborative analysis of opportunities and risks, and assist them to formulate their own proposals for moving forward in the new socio-political context that is emerging in the Gran Chaco.

   Please refer to the proposal for the details of activities and budget associated with this grant.

2. Fundación Yangareko has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundación Yangareko were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundación Yangareko is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundación Yangareko:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundación Yangareko's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundación Yangareko has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling Fundación Yangareko to complete the activities described in detail in the attached proposal. Fundación Yangareko will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. Fundación Yangareko will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. Fundación Yangareko will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Fundación Yangareko agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Fundación Yangareko has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundación Yangareko. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundación Yangareko. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by Fundación Yangareko after the effective date of any notice of termination. Upon its effective date, Fundación Yangareko shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundación Yangareko shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Fundación Yangareko agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Fundación Yangareko may modify this agreement.

11. Fundación Yangareko agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

)　　　　)

b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B).

On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 7/30/09　　　　Jennie Curtis

Fundación Yangareko hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Fundación Yangareko
Av. Cristóbal de Mendoza No. 246
Edificio La Casona – Oficina No. 142
Santa Cruz – Bolivia

Alejo Zarzycki Odlow
Executive Director

Date: 01/03/09

Fundación
Yangareko

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53 4945-5 (d)

(I) **The name and address of the grantee:**

AGRO XXI
Project: Strengthening Rural Enterprises and Associations to Conserve Biodiversity and Improve Incomes from Biodiversity-friendly Porduction-Phase II
Avenida Ingavi entre Calle Cochabamba Y Barrau
Vila Montes
Department de Tarija, Bolivia

(II) **The date and the amount of the grant:**

July 20, 2010	$20,000 00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 4, 2010	$10,000.00
November 14, 2011	$10,000 00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

January 24, 2011
March 18, 2011
November 7, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

March 31, 2011	reviewed
November 7, 2011	reviewed

GARFIELD FOUNDATION

Dear Marcelo Gonzales Alé:

The Garfield Foundation (the "Foundation") has approved a grant to AGRO XXI for its *Strengthening Rural Enterprises and Associations to Conserve Biodiversity and Improve Incomes from Biodiversity-friendly Production – Phase II.* The grant will support AGRO XXI to engage associations of landowners (ranches and indigenous territory intermingled together) in collective land use planning in order to achieve conservation and sustainable management of natural resources in a 200,000 acre area.

AGRO XXI has been designated the recipient of the U S. $20,000 award to be utilized for the designated purpose between **August 1, 2010 - July 31, 2012.**

Schedule of Payments and Reports:

<u>Payments</u>

- **$10,000** – August 2010
- **$10,000** – August 2011

The second grant installment will be disbursed pending receipt and favorable review of the previous year's progress reports.

<u>Reports</u>

Year One

- Mid-year narrative & financial reports due by **February 28, 2011** *(covering six months, August 1, 2010 - January 31, 2011)*
- Year Two Work Plan due by **July 31, 2011** *(outlining activities to be completed August 1, 2011 - July 31, 2012)*
- Year to date narrative & financial reports due by **August 15, 2011** *(covering August 1, 2010 - July 31, 2011)*

Year Two

- Mid-year narrative & financial reports due by **February 29, 2012** *(covering six months, August 1, 2011 - January 31, 2012)*
- Final narrative & financial reports due by **August 31, 2012** *(covering the full grant period August 1, 2010 - July 31, 2012)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail all project expenditures occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i e , private, government and in-kind contributions) generated for the project during the grant period will also be reported. In addition, when available, AGRO XXI will provide a full organization expenditure report for 2010 and 2011

Because AGRO XXI is a registered non-profit, non-governmental organization in Bolivia but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U S Internal Revenue Code.

1. AGRO XXI was created in 2001, and is operated exclusively for charitable (or educational) purposes. The activities of AGRO XXI as relevant to this grant include:
   - Coordinate technical specialists to work with Tapiete, an indigenous organization, and Renacer, an organization of cattle raising families, to define both limits and opportunities for cattle raising and forest management;
   - Identify alternatives for sustainable production on private ranches and in the Tapiete indigenous territory;
   - Implement a pilot project involving cattle management in the area;
   - Collect information to produce a map with recommendations for management options;
   - Hold meetings with Renacer ranchers to share gathered data, discuss options for collaboration and agree upon next steps to be taken to protect area from illegal invasions of settlers and loggers; and,
   - Achieve agreement between Renacer and Tapiete on sustainable resource management across the 200,000 acre area.

   Please refer to the proposal for the details of activities and budget associated with this grant.

2. AGRO XXI has no shareholders or members who have a proprietary interest in its income and assets. In the event that AGRO XXI were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. AGRO XXI is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to AGRO XXI:
   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.
   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.
   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of AGRO XXI's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which AGRO XXI has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling AGRO XXI to complete the activities described in detail in the attached proposal. AGRO XXI will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. AGRO XXI will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. AGRO XXI will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. AGRO XXI agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that AGRO XXI has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to AGRO XXI. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to AGRO XXI. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by AGRO XXI after the effective date of any notice of termination. Upon its effective date, AGRO XXI shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, AGRO XXI shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. AGRO XXI agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and AGRO XXI may modify this agreement.

11. AGRO XXI agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

    b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

    c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

    d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B)

On behalf of the

Garfield Foundation
39 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date 7/20/2010

Jennie Curtis

AGRO XXI hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

AGRO XXI
Avenida Ingavi entre Calle Cochabamba y Barrau
Villa Montes
Department of Tarija
Bolivia

Executive Director, Marcelo Gonzales

Marcelo Gonzales

Date: 27 julio 2010

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

Fundacion Urundei
Project: Conservation of the Biodiverse, Forested
"Yungas-Chaco Corridor", Salta-Jujuy, Argentina
Apolinario Saravia No. 228
Salta , Argentina

(II) **The date and the amount of the grant:**

July 21, 2010 $188,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 11, 2010	$31,000.00
October 24, 2011	$157,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

March 18, 2011
August 22, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

March 31, 2011	reviewed
September 14, 2011	reviewed

Garfield Foundation

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundacion Urundei for its project, *Conservation of the Biodiverse, Forested "Yungas-Chaco Corridor", Salta-Jujuy, Argentina*. The grant will support conservation of the biodiverse, forested "Yungas-Chaco Corridor" in Argentina that runs from Rosario de la Frontera across Jujuy into northern Salta by building momentum for the Corridor to move from concept into implemented project.

Fundacion Urundei has been designated the recipient of the U.S. $188,000 award to be utilized for the designated purpose between **August 1, 2010 – December 31, 2012.**

Schedule of Payments and Reports:

Payments

- **$31,000 – August 2010**
- **$157,000 – August 2011**

The second grant installment will be disbursed pending receipt and favorable review of the previous year's progress reports.

Reports

Year One

- Mid-year narrative & financial reports due by **February 28, 2011** *(covering six months, August 1, 2010 – January 31, 2011)*
- Year Two Work Plan due by **July 31, 2011** *(outlining activities to be completed August 1, 2011 – November 30, 2012)*
- Year to date narrative & financial reports due by **August 15, 2011** *(covering August 1, 2010 – July 31, 2011)*

Year Two

- Mid-year narrative & financial reports due by **February 29, 2012** *(covering six months, August 1, 2011 – January 31, 2012)*
- Final narrative & financial reports due by **January 31, 2013** *(covering the full grant period August 1, 2010 – December 31, 2012)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail all project expenditures occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported. In addition, when available, Fundacion Urundei will provide a full organization expenditure report for 2010 and 2011.

Because Fundacion Urundei is a registered non profit, non-governmental organization in Argentina but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

JP

JAC

89 North Water Street · New Bedford, MA 02740 · Tel. 508-997-3199 · Fax 508-997-3122
www.garfieldfoundation.org

1 Fundacion Urundei was created in 2008, and is operated exclusively for charitable (or educational) purposes. The activities of Fundacion Urundei as relevant to this grant include:

- Facilitate coordinated information sharing among the agencies, institutions and civil society concerned with the Yungas-Chaco Corridor;
- Gather socio-economic information and concerns from local communities and private landowners to complement the existing biological justification for the Yungas-Chaco Corridor;
- Gather information on the values of the environmental services provided by the Corridor's forested landscape;
- Stimulate public discussion and raise public awareness of the importance of the corridor for protecting the region's wildlife, water, and important environmental services; and,
- Jointly develop a fully-justified Corridor proposal for consideration by provincial authorities, in coordination with provincial and national parks authorities and other stakeholders.

Please refer to the 2010-2012 proposal for the details of activities and budget associated with this grant.

2. Fundacion Urundei has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundacion Urundei were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundacion Urundei is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundacion Urundei:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Fundacion Urundei's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundacion Urundei has purchased.

4 The entire grant funds will be used for the charitable purpose of enabling Fundacion Urundei to complete the activities described in detail in the attached proposal. Fundacion Urundei will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation

5 Fundacion Urundei will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code

JL

098C

6. Fundacion Urundei will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Fundacion Urundei agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Fundacion Urundei has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundacion Urundei. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundacion Urundei. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by Fundacion Urundei after the effective date of any notice of termination. Upon its effective date, Fundacion Urundei shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundacion Urundei shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Fundacion Urundei agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Fundacion Urundei may modify this agreement.

11. Fundacion Urundei agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

    b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

    c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

    d) To undertake any activity for any purpose other than one specified in section 170(c)(2)(B).

JJC

12

Tyler Allen

On behalf of the

Garfield Foundation
39 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 7/21/2010

Jennie Curtis

Fundacion Urundei hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Fundacion Urundei
Calle Vicente Lopez No. 407
Edificio Mercedes Work Center
QUINTO piso - Oficina "B"
Salta, Argentina

President, Juan Alejo Zarzycki

Date: 27/July/2010

GARFIELD FOUNDATION

July 21, 2010

Ing. Juan Alejo Zarzycki
President
Fundación Urundei
Calle Vicente Lopez 477
Edificio Mercedes Work Center
QUINTO piso - Oficina "B"
Salta, Argentina

Dear Ing. Zarzycki,

Congratulations, we are pleased to inform you that the Garfield Foundation is awarding a two-year/five months grant of $188,000 to Fundacion Urundei to support its project - *Conservation of the Biodiverse, Forested "Yungas-Chaco Corridor", Salta-Jujuy, Argentina.* The attached grant agreement outlines the terms of the award.

Please review the grant agreement carefully. If you would like to discuss changes, contact Dr. Janis Alcorn to do so. Otherwise, sign both copies of the grant agreement, returning one to the Garfield Foundation and keeping the second copy for your files. Also, please initial each page of the English language proposal and return one copy to the Foundation with the signed grant agreement. We will disburse Fundacion Urundei's first-year payment of $31,000 via automatic wire transfer upon receipt of the signed signature page of the grant agreement via fax (508) 997-3122.

Janis will be overseeing the grant on behalf of the Garfield Foundation and will be in contact with you periodically to discuss progress. Please note the reporting schedule in the grant agreement. We have specifically outlined the activities & deliverables that we expect Fundacion Urundei to address in its narrative reports. All reports should be sent via email to both Janis (janisalcorn@yahoo.com) and Jennifer Downing (jdowning@garfieldfoundation.org) at the Garfield Foundation office.

Should you have any questions or concerns, please feel free to contact Janis or me. We look forward to following Fundacion Urundei's progress.

With regards,

Jennie Curtis
Executive Director
jcurtis@garfieldfoundation.org

cc:
Dr. Janis Alcorn, Advisor – Biodiversity Conservation Program
301 654-5219
janisalcorn@yahoo.com

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53 4945-5 (d)

(I) **The name and address of the grantee:**

Fundacion Yangareko
Project: Expanding Bolivian Gran Chaco Conservation into the
Upper Pilcomayo River Basin and Downriver into the Lower Parapeti
Casilla de Correos (PO Box) 3455
Santa Cruz de la Sierra, Bolivia

(II) **The date and the amount of the grant:**

July 20, 2010 $160,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 11, 2010 $50,000.00
September 21, 2011 $110,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

January 3, 2011
July 28, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

February 4, 2011 reviewed
September 1, 2011 reviewed

GARFIELD FOUNDATION

Dear Juan Alejo Zarzycki:

The Garfield Foundation (the "Foundation") has approved a grant to Fundacion Yangareko for its project, *Expanding Bolivian Gran Chaco Conservation into the Upper Pilcomayo River Basin and Downriver into the Lower Parapeti.* The grant will support efforts to replicate Yangareko's grassroots-driven watershed management planning and organizational strengthening work upriver and downriver by building supportive networking links from those counties where work has been completed.

Fundacion Yangareko has been designated the recipient of the U.S. $160,000 award to be utilized for the designated purpose between **August 1, 2010 - July 31, 2012.**

Schedule of Payments and Reports:

Payments

- $50,000 – August 2010
- $110,000 – August 2011

The second grant installment will be disbursed pending receipt and favorable review of the previous year's progress reports.

Reports

Year One

- Mid-year narrative & financial reports due by **February 28, 2011** *(covering six months, August 1, 2010 - January 31, 2011)*
- Year-two Work Plan due by **July 31, 2011** *(outlining activities for August 1, 2011 – July 31, 2012)*
- Year to date narrative & financial reports due by **August 15, 2011** *(covering August 1, 2010 - July 31, 2011)*

Year Two

- Mid-year narrative & financial reports due by **February 29, 2012** *(covering six months, August 1, 2011 - January 31, 2012)*
- Final narrative & financial reports due by **August 31, 2012** *(covering the full grant period August 1, 2010 - July 31, 2012)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail all project expenditures occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported. In addition, when available, Fundacion Yangareko will provide a full organization expenditure report for 2010 and 2011

Because Fundacion Yangareko is a registered non-profit, non-governmental organization in Bolivia but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code

89 North Water Street · New Bedford, MA 02740 · Tel. 508-997-3199 · Fax 508-997-3122
www.garfieldfoundation.org

1. Fundacion Yangareko was created in 2001, and is operated exclusively for charitable [or educational] purposes. The activities of Fundacion Yangareko as relevant to this grant include:

   - Replicate the successful, local watershed management planning and grassroots organization processes applied in Huacareta, Monteagudo and Muyumpampa counties upriver in the Pilcomayo River basin in Entre Rios and Culpina counties and downriver in the lower Parapeti River basin in Charagua and Boyuibe counties;
   - Conduct socioeconomic, soil, vegetation, slope and participatory land use studies in the Guarani indigenous territory of Charagua Sur to provide the necessary inputs for land zoning plans that will effectively involve people in planning and implementing biodiversity conservation activities 410,000 acres in the downriver Parapeti area;
   - Support indigenous organizations in Charagua to establish alliances with governmental and nongovernmental agencies to permit planning for determined areas and resources;
   - Collect information (socioeconomic, ecological, impacts and threats) for zoning upriver Pilcomayo in Tarija, Entre Rios, Culpina and western Villamontes counties to provide the necessary inputs for zoning land use (116,000 acres) and reforestation that will effectively involve people in planning and implementing biodiversity conservation activities;
   - Help execute a watershed management plan approved by the civil society organizations on a 116,000 acre pilot area in the upper Pilcamayo, implemented by the county governments of the Mancomunidad de los Valles del Sur (a joint district of Tarija, Entre Rios, Culpina and Villamontes);
   - Continue to monitor and evaluate the watershed management activities in the upper Pilcomayo in order to adaptively manage the project and document outcomes;
   - Assemble short attractive book of maps and photos on conservation by the Chaco peoples to raise public awareness and donor interest in funding watershed management and other conservation processes.

   Please refer to the 2010-2012 proposal for the details of activities and budget associated with this grant.

2. Fundacion Yangareko has no shareholders or members who have a proprietary interest in its income and assets. In the event that Fundacion Yangareko were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Fundacion Yangareko is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Fundacion Yangareko:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non charitable organization other than pursuant to the conduct of Fundacion Yangareko's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Fundacion Yingareko has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling Fundacion Yangareko to complete the activities described in detail in the attached proposal. Fundacion Yangareko will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. Fundacion Yangareko will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. Fundacion Yangareko will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Fundacion Yangareko agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Fundacion Yangareko has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Fundacion Yangareko. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Fundacion Yangareko. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice.

   The Foundation shall not be obligated to pay for any expenses incurred by Fundacion Yangareko after the effective date of any notice of termination. Upon its effective date, Fundacion Yangareko shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Fundacion Yangareko shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Fundacion Yangareko agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Fundacion Yangareko may modify this agreement.

11. Fundacion Yangareko agrees not to use any portion of the grant

   i) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

d) To undertake any activity for any purpose other than one specified in section 170(c)(2)(B).

On behalf of the

Garfield Foundation
59 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 7/20/2010

Jennie Curtis

Fundacíon Yangareko hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Fundacíon Yangareko
Casilla de Correos No. 3455
Avenida Cristobal de Mendoza No. 246
Edificio La Casona Oficina No. 142
Santa Cruz
Bolivia

Executive Director, Juan Alejo Zarzycki

Date: 27/July/2010

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

Nouvelle Planete
Project: Amazonian Program Small Projects Fund
Route de Courgenay 28
2900 Porrentruy, Switzerland

(II) **The date and the amount of the grant:**

July 30, 2010 $35,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

August 4, 2010 $35,000.00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) **The dates of any reports received from the grantee.**

March 8, 2011
October 26, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

March 18, 2011 reviewed

GARFIELD FOUNDATION

Dear Jeremy Narby:

The Garfield Foundation (the "Foundation") has approved a grant to Nouvelle Planète for its *Amazonian Program Small Projects Fund*. The grant will support small projects in the Peruvian Amazon that have been identified, and will be monitored by Nouvelle Planete but, implemented directly in and by indigenous communities.

Nouvelle Planète has been designated the recipient of the U.S. $35,000 award to be utilized for the designated purpose between **August 1, 2010 – July 31, 2011**.

Schedule of Reports:

- *Semi-annual narrative* report due by **February 28, 2011** *(covering six months August 1, 2010-January 31, 2011)*
- *Final narrative & financial* reports due by **August 31, 2011** *(covering six months, February 1, 2011 – July 31, 2011)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail all project expenditures occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) received for the project during the grant period will also be reported.

Because Nouvelle Planète is a registered non-profit, non-governmental organization in Switzerland but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. Nouvelle Planète was created in 1986, and is operated exclusively for charitable [or educational] purposes. The activities of Nouvelle Planète as relevant to this grant include:

<u>Project #1:</u>
ODECOFROC/Aguaruna Women's Family Nutrition Project - $22,500
Description: Maintain trainings and support activities in five communities for traditional subsistence skills for Aguaruna women and youth including:

- Agro forestry in secondary schools;
- Ceramic production & quality enhancement;
- Household budgeting; and,
- A facilitated dialogue about mining threats, its impact on Aguaruna territory and the role of their representative organization in defending the communities.

<u>Project #2:</u>
ACODECOSPAT: the representative organization of the Kukama people residing in and around the Pacaya-Samiria National Park - $12,500
Description: Grant funds will specifically support the purchase, distribution, and set-up of five solar-powered short wave radios, including training community members how to use them. The radios will link seven additional Kukama communities to the ACODECOSPAT network and to the towns of Nauta and Iquitos (to date, 27 of the 50 communities have radios), helping to

89 North Water Street · New Bedford, MA 02740 · Tel: 508-997-3199 · Fax: 508-997-3122
www.garfieldfoundation.org

improve communication between distant Kukama communities and enhancing their capacity to protect the National Park.

Please refer to the 2010-2011 proposal for the details of activities and budget associated with this grant.

2. Nouvelle Planète has no shareholders or members who have a proprietary interest in its income and assets. In the event that Nouvelle Planète were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. Nouvelle Planète is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to Nouvelle Planète:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of Nouvelle Planète's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which Nouvelle Planète has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling Nouvelle Planète to complete the activities described in detail in the attached proposal. Nouvelle Planète will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. Nouvelle Planète will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. Nouvelle Planète will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. Nouvelle Planète agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that Nouvelle Planète has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to Nouvelle Planète. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to Nouvelle Planète. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice

The Foundation shall not be obligated to pay for any expenses incurred by Nouvelle Planète after the effective date of any notice of termination. Upon its effective date, Nouvelle Planète shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, Nouvelle Planète shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds.

9. Nouvelle Planète agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and Nouvelle Planète may modify this agreement.

11. Nouvelle Planète agrees not to use any portion of the grant

    a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

    b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

    c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

    d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B).

On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 7/30/2010

Jennie Curtis

Nouvelle Planète hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

Nouvelle Planète
Route de Courgenay 28
CH-2900 Porrentruy
Switzerland

Amazonian Program Director, Jeremy Narby

Date 8-2-2010

Jeremy Narby

STATEMENT ATTACHED FOR FORM 990-PF

THE GARFIELD FOUNDATION

EIN # 22-2285358

FISCAL YEAR ENDING: NOVEMBER 30, 2011

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

Line 5c: Statement required by Regulations section 53.4945-5 (d)

(I) **The name and address of the grantee:**

The Eurpean Environmental Bureau
Project: International Zero Mercury Campaign
34, Bd. De Waterloo, B-100
Brussels, Belgium

(II) **The date and the amount of the grant:**

July 28, 2010 $45,000.00

(III) **The purpose of the grant**

See statement attached

(IV) **The amounts expended by the grantee(based upon the most recent report received from the grantee).**

October 4, 2010 $45,000 00

(V) **Whether the grantee has diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant (to the knowledge of the grantor).**

No

(VI) ***The dates of any reports received from the grantee.***

March 28, 2011
November 30, 2011

(VII) **The date and results of any verification of the grantee's reports undertaken pursuant to and to the extent required under paragraph 1 of this section by the grantor or by others at the direction of the grantor.**

March 28, 2011 reviewed

GARFIELD FOUNDATION

Dear John Hontelez:

The Garfield Foundation (the "Foundation") has approved a grant to the European Environmental Bureau for its *International Zero Mercury Campaign*. The grant will help Japanese advocates organize important and influential meetings in Japan and support additional use of the Lumex portable mercury monitoring device, which will help to inform the Intergovernmental Negotiating Committee while drafting the global mercury treaty.

EEB has been designated the recipient of the U.S. $45,000 award to be utilized for the designated purpose between **August 1, 2010-July 31, 2011**.

Schedule of Reports:

- *Semi-annual narrative* report due by **February 28, 2011** *(covering six months – August 1, 2010 to January 31, 2010)*
- *Final narrative & financial* reports due by **August 31, 2011** *(covering six months, February 1-July 31, 2011)*

Narrative reports will describe the manner in which grant funds have been spent and the progress made in accomplishing the purposes of the grant that will include reflective evaluation, challenges met and how the project outcomes have affected beneficiaries.

The financial report will detail all project expenditures occurring during the grant period in accordance with the approved budget outlined in the proposal. All income (i.e., private, government and in-kind contributions) generated for the project during the grant period will also be reported. In addition, when available, EEB will provide a full Zero Mercury Campaign expenditure report for 2010 and 2011.

Because EEB is a registered non-profit, non-governmental organization in Belgium but is not recognized as a United States charity under Section 501(c)(3) of the United States Internal Revenue Code, the Foundation is required to obtain your agreement to the following terms to assure compliance with the U.S. Internal Revenue Code.

1. EEB was created in 1974, and is operated exclusively for charitable [or educational] purposes. The activities of EEB as relevant to this grant include:
   - Work in collaboration with NGOs in developing countries to collect monitoring data (including with the use of the Lumex machine purchased with the last Garfield Foundation grant) that can be used to raise awareness of mercury exposure risks and to encourage governments to take strong positions while negotiating the terms of the treaty;
   - To help bridge policy gaps in concerned regions or countries, work in collaboration with NGOs to identify the areas of concern and provide relevant technical and policy information and, to organize activities and projects in support of the discussions surrounding the global mercury treaty.
   - Organize a conference in Japan (last quarter of 2010) to engage Japanese citizens (especially victims of mercury toxicity from Minamata) to appeal to governments for a robust treaty, to educate the Japanese public about mercury issues and the opportunity the treaty process offers, and to advocate for the Japanese government to adopt a mercury export ban and the safe storage of excess mercury; and,
   - Organize an event in conjunction with the second Intergovernmental Negotiating Committee (INC) meeting highlighting the lessons to be learnt from Minamata, the need for a Japan export ban, and other relevant connections between the Minamata tragedy and the treaty negotiations

Please refer to the 2010-2011 proposal for the details of activities and budget associated with this grant.

2. EEB has no shareholders or members who have a proprietary interest in its income and assets. In the event that EEB were to be liquidated or dissolved, under the laws and customs applicable, or under the governing instruments, all its assets would be distributed to another not-for-profit organization for charitable, religious, scientific, literary or educational purposes. EEB is not controlled by or operated in connection with any other organization.

3. The laws and customs applicable to EEB:

   a) Do not permit it to engage in activities that are not for religious, charitable, scientific, literary or educational purposes or to attempt to influence legislation by propaganda or otherwise.

   b) Do not permit it directly or indirectly to participate or intervene in any political campaign on behalf of, or in opposition to, any candidate for public office.

   c) Do not permit any of its income or assets to be distributed to, or applied for the benefit of, a private person or non-charitable organization other than pursuant to the conduct of EEB's charitable activities, or as payment of reasonable compensation for service rendered or a payment representing the fair market value of property which EEB has purchased.

4. The entire grant funds will be used for the charitable purpose of enabling EEB to complete the activities described in detail in the attached proposal. EEB will not use any portion of the grant funds, including any interest earned thereon, for any other purpose without prior written approval by the Foundation.

5. EEB will not use the grant funds for any purpose that would be prohibitive were it an American organization as described in section 501(c)(3) of the Internal Revenue Code.

6. EEB will repay any portion of the amount of the grant that is not used for the project in accordance with the terms of this agreement.

7. EEB agrees to supply the Foundation with such other information as may be necessary or desirable to permit the Foundation to exercise its responsibility for the supervision of the grant as required by the Internal Revenue Code.

8. Termination:

   a) For Cause. If the Foundation determines at any time that EEB has failed to comply with any term of this Agreement, the Foundation may thereupon terminate the Agreement, in whole or in part, by giving written notice to EEB. Such notice shall become effective upon receipt or as indicated in the termination notice.

   b) For Convenience. For its Convenience, the Foundation may terminate this Agreement at any time by giving written notice to EEB. Such notice shall become effective thirty (30) days after its receipt or as is indicated in the termination notice

The Foundation shall not be obligated to pay for any expenses incurred by EEB after the effective date of any notice of termination. Upon its effective date, EEB shall stop work and take all reasonable steps to preserve and protect all work products produced to date and comply with instruction from the Foundation as to the disposition thereof. Upon termination, EEB shall promptly submit to the Foundation a final narrative report, a final financial report, and any unexpended project funds

9. EEB agrees to maintain records of receipts and expenditures and to make its books and records available to the Foundation at reasonable times.

10. A written instrument executed by both the Foundation and EEB may modify this agreement.

11. EEB agrees not to use any portion of the grant

   a) To carry on propaganda, or otherwise to attempt to influence legislation (within the meaning of section 4945(d)(1) of the Internal Revenue Code of the United States);

   b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Internal Revenue Code of the United States);

   c) To make any grant which does not comply with the requirements of section 4945(d)(3) or (4) of the Internal Revenue Code of the United States; or

   d) To undertake any activity for any purpose other than one specified in section 17(c)(2)(B)

On behalf of the

Garfield Foundation
89 N. Water Street
New Bedford, MA 02740

Executive Director, Jennie Curtis

Date: 7/28/10 Jennie Curtis

EEB hereby agrees to the terms and conditions of the grant as recited above.

On behalf of

European Environmental Bureau
34, Boulevard de Waterloo
B-1000 Brussels
Belgium

Secretary General, John Hontelez

Date 9/2/10

Form **8868** (Rev January 2011) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No 1545-1709

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

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

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	Employer identification number
File by the due date for filing your return See instructions	THE GARFIELD FOUNDATION C/O R. BERMAN DEVELOPMENT CO. LLC	22-2285358
	Number, street, and room or suite no If a P.O. box, see instructions. 50 MILLSTONE ROAD, BUILDING 100, NO. 140	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. EAST WINDSOR, NJ 08520	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ RAICH ENDE MALTER & CO. LLP 475 PARK AVE SO., 31ST FLOOR - NEW YORK, NY 10016

  Telephone No ▶ 212-695-7003 FAX No ▶ 212-695-3031
- 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 JULY 15, 2012 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [ ] calendar year ______ or

▶ [X] tax year beginning DEC 1, 2010 , and ending NOV 30, 2011

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	$ 20,632.
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	$ 16,532.
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	$ 4,100.

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

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

Note. Only complete Part II if you have already granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

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

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization THE GARFIELD FOUNDATION C/O R. BERMAN DEVELOPMENT CO. LLC	Employer identification number 22-2285358
	Number, street, and room or suite no If a P O box, see instructions. C/O RAICH ENDE MALTER & CO. LLP - 475 PARK AVE SO., 31ST FL	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10016	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

- The books are in the care of ▶ RAICH ENDE MALTER & CO. LLP 475 PARK AVE SO., 31ST FL - NEW YORK, NY 10016

Telephone No ▶ 212-695-7003 FAX No ▶ 212-695-3031

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

4 I request an additional 3-month extension of time until OCTOBER 15, 2012.

5 For calendar year ______ , or other tax year beginning DEC 1, 2010 , and ending NOV 30, 2011 .

6 If the tax year entered in line 5 is for less than 12 months, check reason. [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
SEE STATEMENT ATTACHED

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	$ 16,532.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 16,532.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

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

Signature ▶ Title ▶ CPA Date ▶ 6/25/12

023842
01-16-12