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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation Grants Managers Network, Inc.		A Employer identification number 74-3158155
Number and street (or P O box number if mail is not delivered to street address) 1666 K Street, NW	Room/suite 440	B Telephone number 888-466-1996
City or town, state, and ZIP code Washington, DC 20006		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> Foreign organizations meeting the 85% test, 2. check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 667,295. (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	683,420.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3,501.	3,501.	3,501.	Statement 1
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		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	292,908.	0.	292,908.	Statement 2
12 Total. Add lines 1 through 11	979,829.	3,501.	296,409.	
13 Compensation of officers, directors, trustees, etc	110,350.	0.	0.	0.
14 Other employee salaries and wages	48,019.	0.	8,841.	115,970.
15 Pension plans, employee benefits	40,566.	0.	2,621.	23,847.
16a Legal fees				
b Accounting fees Stmt 3	44,956.	0.	0.	0.
c Other professional fees Stmt 4	262,016.	0.	73,357.	155,017.
17 Interest				
18 Taxes				
19 Depreciation and depletion				
20 Occupancy	36,046.	0.	15,659.	6,827.
21 Travel, conferences, and meetings	183,590.	0.	119,364.	26,004.
22 Printing and publications				
23 Other expenses Stmt 5	157,584.	0.	73,066.	154,283.
24 Total operating and administrative expenses. Add lines 13 through 23	883,127.	0.	292,908.	481,948.
25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	883,127.	0.	292,908.	481,948.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	96,702.			
b Net investment income (if negative, enter -0-)		3,501.		
c Adjusted net income (if negative, enter -0-)			3,501.	

SCANNED JUL 09 2012 Revenue

Operating and Administrative Expenses

16 P

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	568,018.	556,660.	556,660.
	3 Accounts receivable ▶ 36,000.			
	Less: allowance for doubtful accounts ▶	2,000.	36,000.	
	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		31,626.	31,626.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 6	0.	76,614.	76,614.	
14 Land, buildings, and equipment basis ▶ 2,395.				
Less: accumulated depreciation ▶	0.	2,395.	2,395.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	570,018.	703,295.	667,295.	
Liabilities	17 Accounts payable and accrued expenses	15,613.	34,954.	
	18 Grants payable			
	19 Deferred revenue	45,350.	60,970.	
	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)	60,963.	95,924.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	481,055.	544,871.	
	25 Temporarily restricted	28,000.	62,500.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	509,055.	607,371.	
31 Total liabilities and net assets/fund balances	570,018.	703,295.		

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	509,055.
2 Enter amount from Part I, line 27a	2	96,702.
3 Other increases not included in line 2 (itemize) ▶ Unrealized gains on investments	3	1,614.
4 Add lines 1, 2, and 3	4	607,371.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	607,371.

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	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2010			
2009			
2008			
2007			
2006			

2	Total of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	

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

Table with 11 rows for excise tax calculations. Includes sub-table for credits/payments (6a-6d). Values include 70.00 for line 1, 0.00 for line 2, 70.00 for line 3, 0.00 for line 4, 70.00 for line 5, 70.00 for line 7, and 0.00 for line 9.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements and 3 columns (Yes/No). Includes questions about political influence, expenditures, and reporting. Marked with 'X' for 'Yes' or 'No' responses. Includes 'N/A' for lines 4a and 4b.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.gmnetwork.com</u>	X		
14	The books are in care of ▶ <u>Tate & Tryon</u> Telephone no. ▶ <u>(202) 293-2200</u> Located at ▶ <u>2021 L St., NW, Suite 400, Washington, DC</u> ZIP+4 ▶ <u>20036</u>			
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
16	At any time during calendar year 2011, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶		Yes	No
				X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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 2011) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 2011?	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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
See Statement 7		110,350.	16,087.	0.

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
NONE				

Total number of other employees paid over \$50,000 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	12,672.
b	Average of monthly cash balances	1b	623,722.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	636,394.
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	636,394.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,546.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	626,848.
6	Minimum investment return. Enter 5% of line 5	6	31,342.

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	31,342.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	70.
2b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	70.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	31,272.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	31,272.
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	31,272.

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	481,948.
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	481,948.
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	481,948.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				31,272.
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008	470,087.			
d From 2009	440,076.			
e From 2010	293,229.			
f Total of lines 3a through e	1,203,392.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 481,948.				
a Applied to 2010, 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 2011 distributable amount				31,272.
e Remaining amount distributed out of corpus	450,676.			
5 Excess distributions carryover applied to 2011 (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:	1,654,068.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				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 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	1,654,068.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008	470,087.			
c Excess from 2009	440,076.			
d Excess from 2010	293,229.			
e Excess from 2011	450,676.			

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 2011, 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				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 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:

- 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	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
Name and address (home or business)				
a Paid during the year None				
Total	▶ 3a			0.
b Approved for future payment None				
Total	▶ 3b			0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2011

Name of the organization

Grants Managers Network, Inc.

Employer identification number

74-3158155

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)**

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>Annenberg Foundation, The</u> <u>2000 Avenue of the Stars, Suite 1000</u> <u>Los Angeles, CA 90067</u>	\$ <u>8,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<u>Annie E. Casey Foundation</u> <u>701 St. Paul Street</u> <u>Baltimore, MD 21202</u>	\$ <u>9,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	<u>Atlantic Philanthropies, The</u> <u>125 Park Avenue</u> <u>New York, NY 10017</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	<u>Bill & Melinda Gates Foundation</u> <u>1551 Eastlake Ave E</u> <u>Seattle, WA 98102</u>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	<u>Blue Shield of California Foundation</u> <u>50 Beale Street</u> <u>San Francisco, CA 94105</u>	\$ <u>7,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	<u>California Endowment, The</u> <u>1000 North Alameda Street</u> <u>Los Angeles, CA 90012</u>	\$ <u>20,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	California Wellness Foundation, The 6320 Canoga Ave., Suite 1700 Woodland Hills, CA 91367	\$ 9,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	Christensen Fund, The 394 University Ave. Palo Alto, CA 94301	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	Citi Foundation 850 Third Avenue, 13th Floor New York, NY 10022	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	Coca-Cola Company, The One Coca-Cola Plaza NW Atlanta, GA 30313	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	Conrad N. Hilton Foundation 10100 Santa Monica Blvd., #1000 Los Angeles, CA 90067	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	David and Lucile Packard Foundation 300 Second Street Los Altos, CA 94022	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	<u>Fifth Third Foundation</u> <u>38 Fountain Square Plaza, MD 1090CA</u> <u>Cincinnati, OH 45263</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
14	<u>Ford Foundation</u> <u>320 East 43rd Street</u> <u>New York, NY 10017</u>	\$ <u>17,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
15	<u>Gordon and Betty Moore Foundation</u> <u>P.O. Box 29920</u> <u>San Francisco, CA 94129</u>	\$ <u>25,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
16	<u>Home Depot Foundation, The</u> <u>2455 Paces Ferry Rd., Building C-17</u> <u>Atlanta, GA 30339</u>	\$ <u>10,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
17	<u>Houston Endowment Inc.</u> <u>600 Travis, Suite 6400</u> <u>Houston, TX 77002</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
18	<u>John S. and James L. Knight Foundation</u> <u>200 South Biscayne Blvd, Suite 3300</u> <u>Miami, FL 33131</u>	\$ <u>5,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	KPMG 345 Park Avenue, Suite 3800 New York, NY 10154	\$ 20,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
20	Kresge Foundation, The 3215 West Big Beaver Road Troy, MI 48084	\$ 30,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
21	McKnight Foundation, The 710 South Second Street, Suite 400 Minneapolis, MN 55401	\$ 15,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
22	Rockefeller Foundation, The 420 Fifth Avenue New York, NY 10018	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
23	Saint Luke's Foundation 4208 Prospect Ave. Cleveland, OH 44103	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
24	Wellspring Advisors, LLC 424 W. 33rd Street, Suite 460 New York, NY 10001	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	William and Flora Hewlett Foundation, The 2121 Sand Hill Road Menlo Park, CA 94025	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
26	Charles Stewart Mott Foundation 503 S. Saginaw Street, Suite 1200 Flint, MI 48502	\$ 17,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
27	Petsmart Charities 19601 North 27th Avenue Phoenix, AZ 85027	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
28	Campion Foundation 1904 Third Avenue, Suite 405 Seattle, WA 98101	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
29	Carnegie Corporation of New York 437 Madison Ave # 26 New York, NY 10022	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
30	Colorado Health Foundation 501 South Cherry Street #1100 Denver, CO 80246	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
31	Harry & Jeanette Weinberg Foundation 7 Park Center Court Owings Mills, MD 21117	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
32	James Irvine Foundation 865 S. Figueroa St., Suite 1320 Los Angeles, CA 90017	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
33	Kaiser Permanente 1 Kaiser Plaza Oakland, CA 94612	\$ 7,500.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
34	Leichtag Family Foundation 5800 Armada Drive, Suite 100 Carlsbad, CA 92008	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
35	Margaret A. Cargill Philanthropies 6889 Rowland Road Eden Prairie, MN 55344	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
36	Barr Foundation The Pilot House (Lewis Wharf) Boston, MA 02110	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
37	<u>Skoll Foundation</u> <u>250 University Ave, Suite 200</u> <u>Palo Alto, CA 34301</u>	\$ <u>12,500.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
38	_____ _____ _____ _____	\$ _____	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
_____	_____ _____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization Grants Managers Network, Inc.	Employer identification number 74-3158155
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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Mutual funds	902.
Savings account	2,599.
Total to Form 990-PF, Part I, line 3, Column A	3,501.

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Conferences/workshops	285,700.	0.	285,700.
Guide sales	4,940.	0.	4,940.
Other income	2,268.	0.	2,268.
Total to Form 990-PF, Part I, line 11	292,908.	0.	292,908.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit and Accounting	44,956.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16b	44,956.	0.	0.	0.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other professional fees	262,016.	0.	73,357.	155,017.
To Form 990-PF, Pg 1, ln 16c	262,016.	0.	73,357.	155,017.

Form 990-PF	Other Expenses			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Telephone	10,782.	0.	0.	0.	
Dues & subscriptions	2,303.	0.	0.	135.	
Insurance	2,291.	0.	0.	0.	
Volunteer support	9,990.	0.	0.	9,990.	
Moving expense	2,144.	0.	0.	0.	
Marketing	14,902.	0.	7,785.	7,117.	
Supplies	4,684.	0.	746.	185.	
Miscellaneous	10,253.	0.	7,689.	2,564.	
Credit card fees	12,977.	0.	9,186.	2,713.	
Regional programs	29,017.	0.	0.	29,017.	
Maintenance & support	2,100.	0.	0.	2,100.	
Mailing & photocopying	12,822.	0.	7,264.	1,803.	
Computer software	42,202.	0.	0.	29,747.	
Corporate fees	1,117.	0.	0.	0.	
Allocated administrative exp.	0.	0.	40,396.	68,912.	
To Form 990-PF, Pg 1, ln 23	157,584.	0.	73,066.	154,283.	

Form 990-PF	Other Investments		Statement	6
Description	Valuation Method	Book Value	Fair Market Value	
Mutual funds	FMV	76,614.	76,614.	
Total to Form 990-PF, Part II, line 13		76,614.	76,614.	

Form 990-PF Part VIII - List of Officers, Directors Statement 7
 Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
Stephanie Duffy 710 South Second Street, Suite 400 Minneapolis, MN 55401	Co-Chair 5.00	0.	0.	0.
Bonnie Rivers 437 Madison Avenue New York, NY 10022	Co-Chair 5.00	0.	0.	0.
Jennifer Pedroni 2506 N. Broad Street, Suite 206 Colmar, PA 18915	Treasurer 5.00	0.	0.	0.
Guy Eakin 22512 Gateway Center Drive Clarksburg, MD 20871	Director 5.00	0.	0.	0.
Jonathan Goldberg 330 Madison Avenue, 30th Floor New York, NY 10017	Director 5.00	0.	0.	0.
Chad Gorski 4000 Jones Bridge Road Chevy Chase, MD 20815	Secretary 5.00	0.	0.	0.
Jennifer A Burran 45 SW Ankeny, Suite 200 Portland, OR 97204	Director 5.00	0.	0.	0.
Dolores Estrada 1000 North Alameda Street Los Angeles, CA 90012	Director 5.00	0.	0.	0.
Kim Foster 800 W 47th Street, #717 Kansas City, MO 64112	Director 5.00	0.	0.	0.
Sue Fulton 14 South Street Concord, NH 03301	Director 5.00	0.	0.	0.
Marcus McGrew 3215 W. Big Beaver Road Troy, MI 48084	Director 5.00	0.	0.	0.

Meridian Napoli One Comcast Center Philadelphia, PA 19103	Director 5.00	0.	0.	0.
Ericka Novotny 485 14th Street Brooklyn, NY 11215	Director 5.00	0.	0.	0.
Tiffany Price 543 Howard Street, 5th Floor San Francisco, CA 94105	Director 5.00	0.	0.	0.
Kristine Schoenow 235 S. Grand Ave., Suite 1314 Lansing, MI 48909	Director 5.00	0.	0.	0.
Rebecca Van Sickle 75 Varick Street New York, NY 10013	Director 5.00	0.	0.	0.
Cristina Yoon 250 University Avenue, Suite 200 Palo Alto, CA 94301	Director 5.00	0.	0.	0.
Michelle Greanias 1666 K Street, NW, Suite 440 Washington, DC 20006	Executive Director 40.00	110,350.	16,087.	0.
Totals included on 990-PF, Page 6, Part VIII		110,350.	16,087.	0.

Form 990-PF	Summary of Direct Charitable Activities	Statement	8
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Activity One

Annual Conference - GMN's 2011 conference brought together more than 434 grants management professionals from across the nation to discuss important trends and learn new skills. More than 93 percent of participants reported that they received resources that they brought back to their organizations and implemented to improve their grantmaking operations. The professional connections made at the conference provided participants with a peer community that continues to offers advice and problem solving support, ideas, and resources to enhance job performance long after the conference ended.

To Form 990-PF, Part IX-A, line 1

Expenses

365,613.

Form 990-PF	Summary of Direct Charitable Activities	Statement	9
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Activity Two

Engage Members - GMN works to ensure that the philanthropic community is aware of the organization and the support it can provide to grantmakers and that members are aware of the programs, resources, and services that GMN provides to them. In 2011, 83 percent of members read/use/attend programs, resources and services, with 22 percent of members highly engaged in GMN. One way of both delivering services to the field and highlighting the organization is regional meetings. In 2011, GMN's 13 region chapters delivered more than 90 hours of educational and networking meetings that were open to all grantmakers in the area.

Expenses

To Form 990-PF, Part IX-A, line 2

173,094.

Form 990-PF	Summary of Direct Charitable Activities	Statement	10
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Activity Three

Content - GMN works to increase the knowledge and skills of grants management professionals through the creation and delivery of content that meets member needs and responds to emerging issues. In 2011, GMN published the GMN Examiner newsletter; held four "What Works" webinars to educate members on topics like social media, international grantmaking, RFPs/proactive grantmaking, and data visualization; delivered the 2011 Member Salary and Benefits Report; continued to develop and implement strategies for increasing member use of the online community; and engaged 48 funders in the Paper Diet project to reduce the paper used in their grantmaking processes.

Expenses

To Form 990-PF, Part IX-A, line 3

86,899.

Activity Four

Project Streamline - Project Streamline is an effort of eight grantmaker and grantseeker organizations led by GMN. Its goal is to improve the application, monitoring, and reporting practices of grantmakers in ways that reduce the bureaucratic burden on nonprofits and foundations while maintaining the integrity and effectiveness of grantmaking programs. In 2011, the Project Streamline Grantmaker Assessment Tool was released field-wide. To date, 169 grantmakers have used this free tool to identify opportunities for streamlining their own processes. The final section of the Project Streamline Guide to Streamlining: Due Diligence was also released and GMN continued its communications strategies to promote the project's tools, resources, and events to the field.

Expenses

To Form 990-PF, Part IX-A, line 4

55,099.



Bylaws

As of March 22, 2011

ARTICLE I. OFFICE AND REGISTERED AGENT

Section 1 Principal Office. The Grants Managers Network (GMN) shall maintain a principal office in a location selected by the Board of Directors

Section 2 Registered Office and Agent. GMN shall have and continuously maintain a registered office and a registered agent in the State of Delaware, as required by the General Corporation Law of Delaware. The registered agent shall be either an individual resident of the State or a corporation authorized to transact business in the State

ARTICLE II. PURPOSE

The purposes for which GMN is formed are as set forth in the Articles of Incorporation. GMN's mission is to improve grantmaking by advancing the knowledge, skills, and abilities of grants management professionals and by leading grantmakers to adopt and incorporate effective practices that benefit the philanthropic community

ARTICLE III. MEMBERSHIP

Section 1 Classes and Qualifications. There shall be the following classes of members

- Individuals. Individual members shall consist of those individuals currently employed by a grantmaking organization who hold responsibility for grants management or for a portion of the grants management activities of their grantmaking organization. Membership does not entail formal endorsement by the employing grantmaking organization, nor does it entail formal representation of such organization
- Honorary Members. The Board of Directors may designate individuals who do not qualify under the foregoing categories as honorary members, using such criteria as the Board may develop

Section 2 Dues. Payment of dues is not a requisite of membership

Section 3 Voting Rights. Only individual members shall have the right to vote at the annual meeting of the members on those items specified in Section 4, as well as to vote on such other issues as the Board may choose to bring before the members. Other classes of members may attend meetings, but may not vote

Section 4 Membership Meetings. There shall be an annual meeting of the members upon such date, time and place as the Board of Directors shall determine

- The Board of Directors may, at their discretion, allow [a]ny member to participate in the meeting by means of a conference telephone or similar telecommunications device, which allows all persons participating in the meeting to hear each other. Participation by telephone shall be equivalent to presence in person at the meeting
- During the annual meeting, voting members shall receive a report on GMN's operations and financial health and have the right to vote on the following matters: election of the Board of Directors and approval of any amendments to the Bylaws that may be proposed by the Board. Voting on all other matters is expressly reserved for the Board of Directors
- Special meetings of the members may be called by two-thirds vote of the Board of Directors or upon the request of 25 percent of the voting members. Members shall receive not less than 14 days prior written notice of special meetings. Notice shall be given in the manner specified in Section 2 of Article X of these bylaws, and the notice shall state the purposes of the special meeting

Section 5 Voting. Each voting member shall have one vote at any meeting of the members. Affirmative vote a plurality of the members present at the meeting shall constitute the action of the members

Section 6 Removal. Any member may be removed from membership by a majority vote of the Board of Directors only for cause

ARTICLE IV. BOARD OF DIRECTORS

Section 1 Powers. There shall be a Board of Directors of GMN, which shall supervise and control GMN's business, property, and affairs, except as otherwise expressly provided by law, the Articles of Incorporation, or these Bylaws

Section 2 Number and Qualifications. The Board of Directors shall be composed of no less than seven (7) and no more than twenty (20) individuals. Any individual member of GMN shall be eligible for election to the Board of Directors, except as otherwise indicated in these bylaws

Section 3 Election and Term of Office. Candidates shall be elected to the Board of Directors by the individual members at the annual meeting. Candidates receiving a plurality of votes cast shall be elected and be so declared at the Annual Meeting. In case of a tie vote, the Nominating Committee shall decide the election by lot. A written notice of those elected shall be sent to each member within 60 days of the election by first-class mail, telephone, electronic mail or facsimile

Directors shall serve a two-year term, which may be renewed once, upon election for a second term by the membership at large at the Annual Meeting. The term shall begin at a board meeting following election, which shall be scheduled no earlier than 60 days and no later than 90 days following the annual meeting. In no case shall a Director be elected serve for more than two consecutive terms without an intervening period of one year

Section 4 Resignation. Any director may resign at any time by giving written notice to a Co-Chair. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the Co-Chair

Section 5 Removal. Any director may be removed from such office, with or without cause, by two-thirds (2/3) vote of the Board of Directors or two-thirds (2/3) vote of the general membership

Section 6 Vacancies. Vacancies shall be filled by majority vote of the remaining Directors to serve until the next annual meeting. A Director so appointed shall be eligible for subsequent election as described in Section 3

Section 7 Regular Meetings. The Board of Directors shall meet at least four times a year, either in person or by conference telephone call or similar telecommunications device, which allows all persons participating in the meeting to hear each other. Notice shall be given to each board member at least ten (10) days prior to the board meeting by first-class mail, telephone, electronic mail or facsimile

Section 8 Special Meetings. Special meetings of the Board of Directors may be called at the direction of a Co-Chair or by a majority of

the voting directors then in office, to be held at such time, day, and place as shall be designated in the notice of the meeting

Section 9 Quorum A majority of the directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors

Section 10 Manner of Acting Except as otherwise expressly required by law, GMN's Articles of Incorporation, or these Bylaws, the affirmative vote of a majority of the directors present at any meeting at which a quorum is present shall be the act of the Board of Directors. Each director shall have one vote. Voting by proxy shall not be permitted.

Section 11 Unanimous Written Consent in Lieu of a Meeting The Board may take action without a meeting if written consent to the action is signed by all of the directors.

Section 12 Telephone Meeting Any one or more directors may participate in a meeting of the Board of Directors by means of a conference telephone or similar telecommunications device, which allows all persons participating in the meeting to hear each other. Participation by telephone shall be equivalent to presence in person at the meeting for purposes of determining if a quorum is present.

Section 13 Conflicts of Interest

- In the event that any director has a conflict of interest that might properly limit such director's fair and impartial participation in Board deliberations or decisions, such director shall inform the Board as to the circumstances of such conflict. If those circumstances require the nonparticipation of the affected director, the Board may nonetheless request from the director any appropriate non-confidential information which might inform its decisions. "Conflict of interest," as referred to herein, shall include but shall not be limited to, any transaction by or with GMN in which a director has a direct or indirect personal interest, or any transaction in which a director is unable to exercise impartial judgment or otherwise act in the best interests of GMN.
- No director shall cast a vote, nor take part in the final deliberation in any matter in which he or she, members of his or her immediate family or any organization to which such director has allegiance, has a personal interest that may be seen as competing with the interest of GMN. Any director who believes he or she may have such a conflict of interest shall so notify the Board prior to deliberation on the matter in question, and the Board shall make the final determination as to whether any director has a conflict of interest in any matter. The minutes of the Board meeting shall reflect disclosure of any conflict of interest and the recusal of the interested director.

Section 14 Ex-Officio Directors Ex-Officio Directors, appointed by the Board to assist the organization in any capacity, may serve at the pleasure of the Board. Ex-Officio Directors will not have voting privileges in matters before the board and will not be included in the quorum count.

ARTICLE V. OFFICERS

Section 1 Officers The officers of GMN shall consist of two Co-Chairs, a Secretary, and a Treasurer.

Section 2 Election of Officers The officers shall be elected by the Board of Directors at the first board meeting following the Annual Meeting.

Section 3 Term of Office The officers shall be installed at the board meeting at which they are elected and shall hold office for two years. A director entering the second year of a term of service on the board may be elected to serve as an officer for a one-year term.

Section 4 Resignation Any officer may resign at any time by giving written notice to a Co-Chair of the Board. Such resignation shall take effect at the time specified in the notice, or if no time is specified, then immediately.

Section 5 Removal Any officer may be removed from such office, with or without cause, by a two-thirds vote of the Board of Directors at any regular meeting or at a special meeting of Board of Directors convened expressly for that purpose.

Section 6 Vacancies Any vacancy will be filled by the majority vote of the Board of Directors for the unexpired term.

Section 7 Co-Chairs The Co-Chairs shall give active direction and have control of the business and affairs of the GMN. He or she may sign contracts or other instruments, which the Board of Directors has authorized to be executed, and shall perform all duties incident to the office of Chair as may be prescribed by the Board of Directors. At all meetings of the Board, one or the other of the Co-Chairs shall preside if present, or if neither of them is present, any other director may be designated to preside.

Section 8 Secretary The Secretary shall keep the minutes of the meetings of the Board of Directors, see that all notices are duly given in accordance with the provisions of these Bylaws, ensure staff members keep corporate records, and in general perform all duties incident to the office of Secretary and such other duties as may be assigned by the Board of Directors.

Section 9 Treasurer The Treasurer shall be responsible for and oversee all of GMN's financial administration. The Treasurer shall ensure staff members properly receive and give receipts for moneys due and payable to GMN and deposit all such moneys in the name of GMN in appropriate banks, and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the Board of Directors.

ARTICLE VI. EXECUTIVE DIRECTOR

Section 1 Selection The Board of Directors shall select and employ an Executive Director to manage GMN. The Executive Director shall serve at the pleasure of the Board. The Executive Director is not a member of the Board and has no voting rights.

Section 2 Oversight The Executive Director shall report to the Co-Chairs and shall be responsible to the Board of Directors and its Executive Committee.

Section 3 Responsibilities The Executive Director has day-to-day responsibility for GMN, including carrying out GMN's goals and Board policy. The Executive Director will attend all Board meetings, report on the progress of GMN, answer questions of Board members and carry out the duties described in the job description. The Board can designate other duties as necessary.

Section 4 Authority The Executive Director is empowered to hire staff, execute documents and instruments legally binding GMN, and adopt those policies and procedures necessary to GMN's operations within the limits imposed by the Board.

ARTICLE VII. COMMITTEES

Section 1 Executive Committee The Executive Committee shall consist of the Co-Chairs, Secretary, and Treasurer, and shall have and exercise the powers of the Board of Directors between meetings of the Board, subject to prior limitations established by the Board. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting following such action.

Section 2 Nominating Committee GMN shall have a Nominating Committee. The Board of Directors will select two Co-Chairs for the Nominating Committee who will recruit additional committee members. The Nominating Committee shall identify a slate of director candidates to be recommended to the membership for election to the board and undertake other duties as directed by the Board of Directors.

Section 3 Finance Committee GMN shall have a Finance Committee. The Treasurer will Chair the Finance Committee and will recruit

additional committee members. The Finance Committee shall assist the Board of Directors in carrying out its fiscal oversight and management of the organization, including oversight of the annual audit, and undertake other duties as directed by the Board of Directors.

Section 4 Audit Committee GMN shall have an Audit Committee. The Board of Directors will select a Chair or Co-Chairs for the Audit Committee, one of which must be a board member with the applicable background. To ensure the committee's independence and objectivity, the Treasurer can serve on the Audit Committee but shall not serve as the Chair. The Audit Committee shall oversee the annual audit, maintain GMN's system of internal controls, and undertake other duties as directed by the Board of Directors.

Section 5 Other Committees The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, including advisory boards and task forces, to undertake the work of GMN. The Board of Directors shall select the Chair or Co-Chair for each committee formed who will recruit committee members. Such committees shall have the power and duties designated by the Board of Directors, and shall give advice and make non-binding recommendations to the Board. However, no committee shall have the authority to amend or repeal these Bylaws, elect or remove any officer or director, adopt a plan of merger, or authorize the voluntary dissolution of GMN.

ARTICLE VIII. GROUPS

Section 1 Formation Members of GMN may form regional, sector, or other groups for the purpose of furthering GMN's mission.

Formation of a group must be approved by the Board of Directors. The group must serve a defined geographic region, subject matter area, or constituency. All individual members working within that area will be eligible for membership in the group. The structure and operations of the group shall be determined by that group in compliance with applicable law, GMN's Articles of Incorporation, these bylaws, and GMN's current policies and procedures. Each group shall designate a liaison to the Board of Directors to keep the Board informed of its activities.

Section 2 Finance Financial support for the groups shall be managed by GMN. Groups shall not maintain bank accounts or conduct fundraising campaigns separate from that of the Grants Managers Network.

ARTICLE XI. BYLAWS

Except as otherwise required by law, these bylaws may be amended at any national membership meeting. Notice of intent to amend shall be given at least 30 days prior to the meeting to each member entitled to vote at the meeting by first-class mail, telephone, electronic mail, or facsimile. Such changes require an affirmative vote of two-thirds (2/3) of the members present at the meeting.

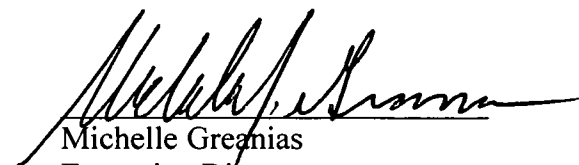
ARTICLE X. MISCELLANEOUS PROVISIONS

Section 1 Fiscal Year The fiscal year of GMN shall begin on January 1 of each year.

Section 2 Notice Whenever under the provisions of these Bylaws notice is required to be given to a director, officer, or member, such notice shall be given in writing by first-class mail, telephone, electronic mail, or facsimile as his or her contact information appears in GMN's records and will be deemed given when sent.

Grants Managers Network, Inc.
EIN: 74-3158155
Attachment – Amended Bylaws

I certify that the attached amended Bylaws are complete and accurate copies of the original documents.


Michelle Greanias
Executive Director
Grants Managers Network, Inc.


Date

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868
Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile 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 or other filer, see instructions Grants Managers Network, Inc.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 74-3158155
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 1666 K Street, NW, No. 440	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Washington, DC 20006	

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

Tate & Tryon

- The books are in the care of ▶ **2021 L St., NW, Suite 400 - Washington, DC 20036**
 Telephone No. ▶ **(202) 293-2200** FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year **2011** or
 ▶ tax year beginning _____, and ending _____

2 If the tax year entered in line 1 is for less than 12 months, check reason Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	70.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	3c	\$	70.

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

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

Form **8868** (Rev 1-2012)